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THE AMAZING SPIDER-MAN™

MARVEL

WRITTEN BY
TOM DEFALCO

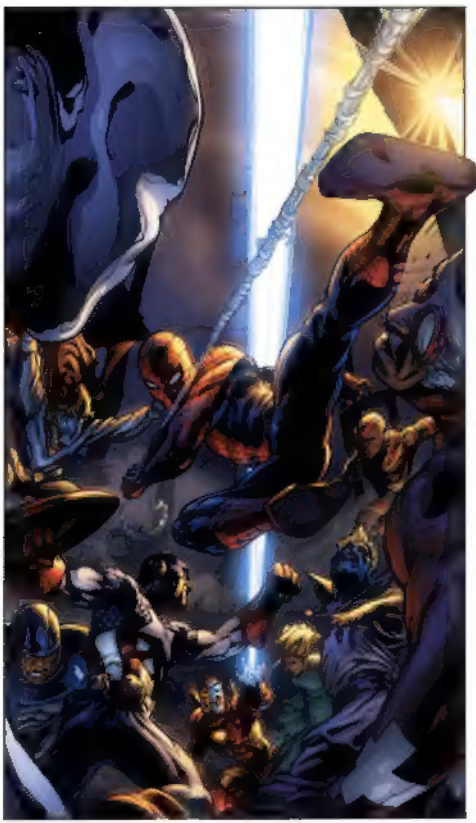
THE ULTIMATE GUIDE

UPDATED EDITION

THE AMAZING SPIDER-MAN™

THE ULTIMATE GUIDE

A worldwide best-seller when first published in 2001, this Ultimate Guide remains the definitive introduction to the thrilling world of the web-swinger and a must-have for Spider-Man fans. Now, spectacularly updated with information detailing the latest major storylines, heroes, and villains, the book features more than 700 images from the original Marvel comics.



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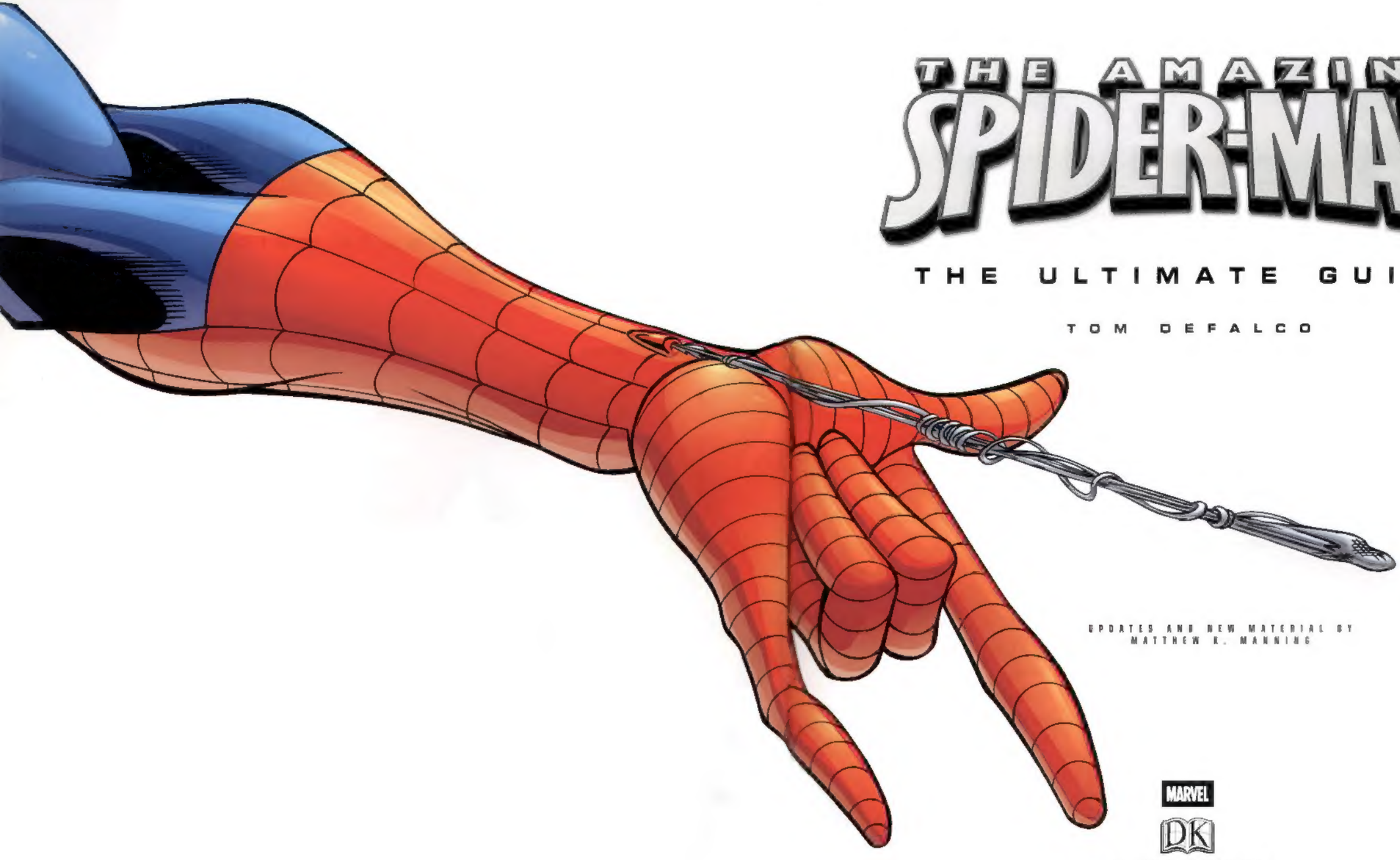

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TOM DEFALCO

UPDATES AND NEW MATERIAL BY
MATTHEW K. MANNING

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FOREWORD

LIFE IS FUNNY! (As if you didn't know). I don't mean "Ha ha funny." I mean in the sense of odd, peculiar, strange.

You're probably wondering what this has to do with Spider-Man. Well, I'm glad you asked.

You see, before coming up with the idea for everyone's favorite web-swinger, I had already created The Fantastic Four and the incredible Hulk. And, after doing Spidey, Marvel and I then generously gifted an appreciative world with such characters as the X-Men, Daredevil, Iron Man, The Avengers, and... well, you get the idea.

So here's the point. Why is it that every new person I meet usually says something like, "Hey, aren't you the one who wrote Spider-Man?" I mean, they hardly ever ask me if I wrote the Hulk, or The Silver Surfer, or even Sgt. Fury and the Howling Commandos (for those of you with really long memories)? Nope, it's always, "Aren't you the one who wrote Spider-Man?"

Now, things like that make me think. Why is Spider-Man the first character that comes to mind when people mention Marvel or me? Over the years I've come up with a theory about that and now, because of my justly famed generosity, I'd like to share it with you.

I think Spidey has made such a lasting impression because he's possibly the most realistically human of all Super Heroes. He never has enough money, he's constantly beset by personal problems, and the world doesn't exactly applaud his deeds—in fact, most people tend to suspect and distrust him. In short, he's a lot like you and me.

There's another thing about Peter and his arachnid alter-ego. When his series first started, way back in 1963, Peter was just a teenager, still in school. Most of the comic-book readers were teenagers as well, so that made it really easy for them to identify with him. You see, at that time all the comic-book Super Heroes were adults. The only teenagers in comics were the heroes' sidekicks. Well, I figured, "Where is it written that teenagers can only be sidekicks?" The answer, of course, was "Nowhere!" So, Spidey was probably the first comic-book hero that teenagers themselves could identify with.

Whoa, I think I omitted another important point. You may have noticed that Peter Parker never lived in Gotham City, or Metropolis, or any place that was obviously a fictional city. Nope, his very first story planted him firmly in Forest Hills, a part of New York City. So readers could really visualize him web-swinging around the streets of New York and its environs. It was just another element that gave Spidey a feeling of reality even though he was actually part of an imaginative comic-book universe.

Finally, there was the humor. I tried to make sure that our web-headed wonder was never without some sort of wisecrack or sharp retort, no matter how tense a situation might be. That, too, was an effort to be realistic because, as you know, most young people have a flip way of speaking. They're never as proper or pedantic as so many other heroes are portrayed. In fact, just between you and me, Spidey speaks a lot like I do. Or maybe I speak like he does. After a while, it's hard to tell who's imitating whom!

And there you have it. My take on the reason Spider-Man seems to have such an unshakable hold on the minds and emotions of so many readers. Even though I'm equally proud of the many other characters the mighty Marvel bullpen and I have been associated with over the years, I now feel I can understand why our wondrous wall-crawler is the first one people think of when they talk comics to me. And I hope I've succeeded in making it clearer to you, too.

If I haven't succeeded, that's okay. It makes me resemble poor ol' Peter Parker even more. None of us ever seems to get anything totally right!

But don't waste time worrying about us. There's a lot of story waiting for you on the pages ahead. So wiggle your webs and plunge right in. You know how your friendly neighborhood Spider-Man hates to be kept waiting!

Excelsior!

Stan Lee

INTRODUCTION

WE LIVE in an age of polls and focus groups. Market research is king. Television shows and movies are screened before test audiences and are often changed because of bad reactions. No manufacturer would dare release a new product unless it had been blessed by the appropriate consumer survey reports. A thorough market analysis must be conducted before anything appears on the shelves of your local store.

If Spider-Man had been created in 2007, the odds are that he never would have made it past the research experts.

Things were different at Marvel Comics in 1962. Stan Lee only had to convince one man, a publisher by the name of Martin Goodman, to take a chance on a new character. Goodman looked at Spider-Man, carefully gauged the web-slinger's chances for success, and immediately said no.

Goodman understood his audience. The popular Super Heroes of the day all followed the same formula. They were adults with glamorous jobs or lifestyles. They were role models who believed in truth and justice. They were also handsome and muscle-bound. Within hours of receiving their powers, they designed a colorful costume and began to patrol the city.

Goodman also knew that most people hated spiders. He believed that teenagers could only be used as sidekicks or as the stars of humor stories. Most of all, Goodman was convinced that no one wanted to read about a wimpy crime fighter who shed tears and made mistakes.

Stan persisted. He had faith in Spider-Man and kept looking for a chance to sneak him into print. When Stan learned that *Amazing Adult Fantasy* was about to be canceled, he dropped a word out of the title and put Spidey on the cover. He figured that even Martin wouldn't care if the web-swinger was a failure.

But Stan wasn't sure about the look. He rejected the first version of the cover drawn by Steve Ditko and commissioned Jack Kirby to draw a second one, featuring a more heroic-looking Spider-Man.

The rest, as they say, is comic-book history. *Amazing Fantasy* #15 hit the comic book racks and sold pretty well. Well enough for Spider-Man to be granted his own title nearly a year later. (The long gap is because of the way comic books were distributed in the United States in those days. It took a publisher nearly nine months to ascertain the sales on an individual issue.)

From his very first story, Spider-Man stood out from the other costumed crime fighters. They went into battle full of confidence. Not Peter Parker! He was always doubting and second-guessing himself. He assumed that he would lose every fight and that all his missions would end in failure. But he didn't let that stop him. No matter how hopeless the situation or overwhelming the odds, Spider-Man never quit. He refused to accept defeat or surrender to despair. His body could be broken, but his spirit was never conquered.

Spider-Man's message is simple. It's all about responsibility. If you want to be a good person, you have to be accountable for your actions. You can't blame others for your mistakes or failures. You also have a duty to use your talents to make this world a better place. If you have the power to stop something bad from happening, you need to step forward. One person can make a difference, especially if he or she acts in a responsible manner.

As it says in the comic books, "With great power, there must also come great responsibility."

PETER PARKER

PETER PARKER was only a young boy when his parents died in a plane crash. He immediately moved in with his father's older brother and wife. Ben and May Parker (*see pages 12–13*) were an elderly couple with no children of their own, and they raised Peter as if he were their son. They rarely spoke about Peter's real parents, so Peter became convinced that his parents had left him because of something he had done. Afraid of being abandoned, Peter worked hard to win his aunt and uncle's approval—though he didn't have to worry. Ben and May truly loved their nephew and would have done anything to please him.

Subhuman strength
Before he gained his spider-powers, Peter Parker had considerably less than average strength for a boy of his age. Clumsy and uncoordinated, he also had no athletic ability. He had a fear of heights, too—even getting a book from the top shelf in the library resulted in his suffering severe symptoms of vertigo.

Peter often carried a backpack that contained all his school texts, plus books for his own reading pleasure.

HIGH SCHOOL

Peter was an honor student, and his teachers thought very highly of him. He always came prepared for class, and completed all the assignments. The other students, however, had little time for a know-it-all like puny Parker. The girls thought he was too quiet, and the boys considered him a wimp. Peter was painfully shy, and some of his classmates misinterpreted his silence for snobbery. He had trouble making friends, but he never stopped trying. He often invited other students to join him at science exhibits or monster movies. But they usually responded with ridicule, and almost never asked him to join them.

Peter's glasses
May Parker insisted that Peter wear glasses, but after he became Spider-Man his eyesight improved. Flash Thompson broke Peter's last pair of glasses during a shoving match, and Peter never got around to buying a new pair.

Heroes on his mind
Peter always thought of his Uncle Ben as his best friend. Ben had an extensive collection of old comic books and science-fiction magazines that he enjoyed sharing with his nephew. Peter spent hours reading these comics and their stories about courageous heroes and their intriguing adventures. He dreamed of being a costumed adventurer like Captain America, striking terror into the hearts of criminals.

Since Aunt May bought most of Peter's clothes, they were hardly stylish.

Peter always wore white socks, and polished his shoes every night before bed.

Graduation day

Peter Parker graduated from Midtown High with the highest scholastic average in the school's history, but he almost missed the ceremony. Instead of attending to last-minute graduation details, Peter was trading punches with a superhuman villain, the Molten Man (*see page 68*). He won his fight and arrived home just in time to change for the ceremony. Later, he was thrilled to discover that he had won a full scholarship to Empire State University.

No college degree

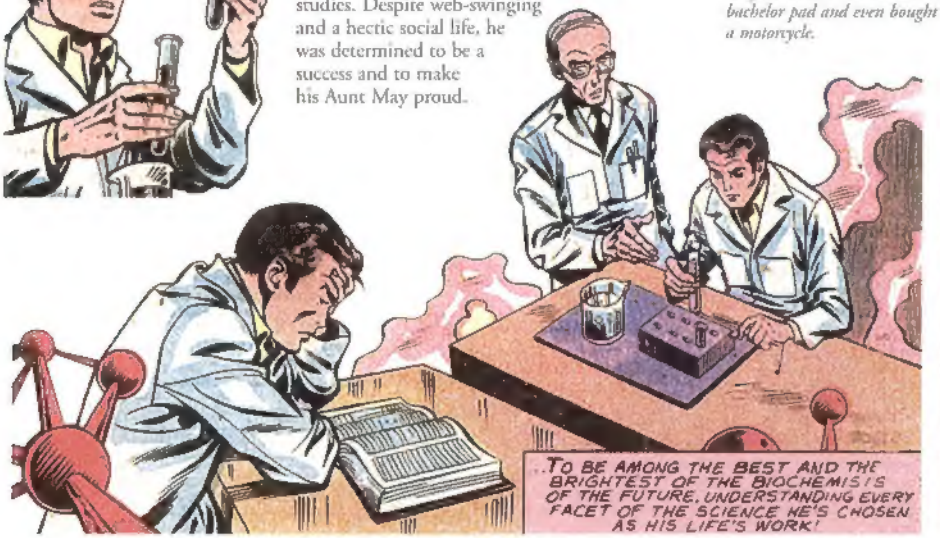
Spider-Man ruined Peter's college graduation. In the week before the ceremony, Spidey was battling the Green Goblin and the Rocket Racer. He couldn't graduate with the rest of his class since he'd missed a required gym class.

A serious student

Fascinated with science ever since Uncle Ben took him to his first monster movie, Peter Parker immersed himself in his studies. Despite web-swinging and a hectic social life, he was determined to be a success and to make his Aunt May proud.

COLLEGE LIFE

Peter was more self-confident in college than he had been in high school. Leaving home for the first time, he moved into a bachelor pad and even bought a motorcycle.

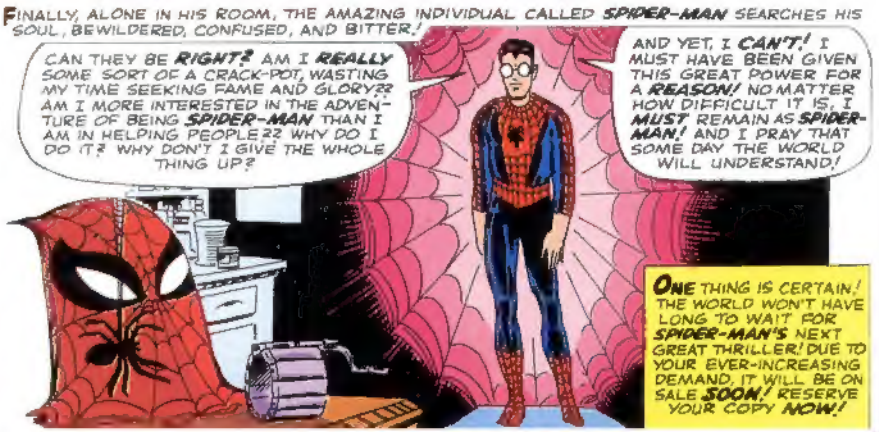


Postgraduate work

Peter finally got his degree from Empire State University, but he continued his studies as a graduate student and took a job as a teaching assistant. With all these activities, as well as being Spider-Man, Peter's life got a little too hectic. He decided he needed a rest, and he withdrew from the graduate program. Later, taking Aunt May's advice, he returned to college and continued working toward his master's degree.

The man behind the mask

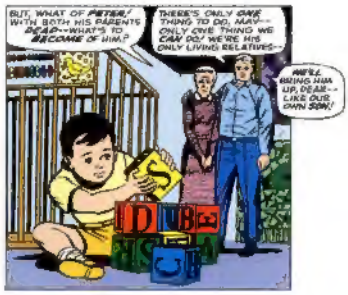
Throughout his career as Spider-Man, Peter has always been torn between his sense of duty and the mixed feelings he has received from the public. This reception has varied from praise to outright condemnation, and it has left the teenager confused about his role. It has even driven him to the brink of despair, causing him to throw away his costume and renounce his alter ego. Nevertheless, his dedication to using his powers responsibly has always led to Peter donning his mask again in the hope that some day the world will learn to appreciate Spider-Man.



UNCLE BEN & AUNT MAY

On learning that Jerome had shot a jewelry store clerk, Ben tried to stop May from running away with him.

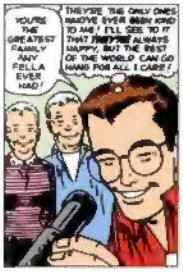
BORN IN Brooklyn, New York, to a struggling working-class family, Ben Parker was a bright and happy child who was popular with both his teachers and his classmates. He had a vivid imagination, collected comic books, and read science fiction. He also loved a good practical joke, and he dreamed of becoming a professional comedian when he grew up. When his father died unexpectedly, Ben dropped out of high school to support his widowed mother and much younger brother, Richard. He took a series of menial jobs and was working at the amusement park in New York's Coney Island when he first met May Reilly.



A new responsibility
When Peter's parents, Richard and Mary, were reported dead, Ben and May welcomed the orphaned child into their lives. The couple were living on a low income and had to make many sacrifices for the boy.

MAY'S CHOICE

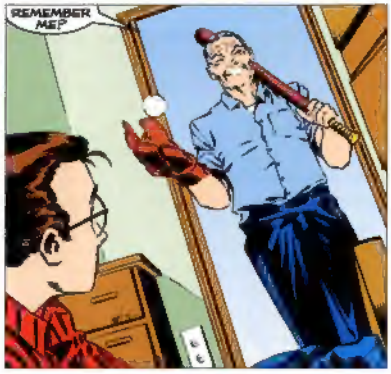
Although she was attracted to Ben, May also dated Johnny Jerome, a young street hustler. Jerome suddenly proposed to May and asked her to leave town with him. Before she could answer, Ben arrived and told her that Jerome was a criminal who was wanted by the police. After Jerome was arrested, May started to appreciate Ben's sense of responsibility, and she agreed to marry him. Meanwhile, Ben's brother Richard had become an intelligence agent. He met and married Mary Slattery who was also an agent, and they had a son, Peter. When the couple were assigned to an overseas mission, Richard asked Ben and May to take care of Peter for a few months. Unfortunately, the mission went wrong, and Richard and Mary were apparently killed.

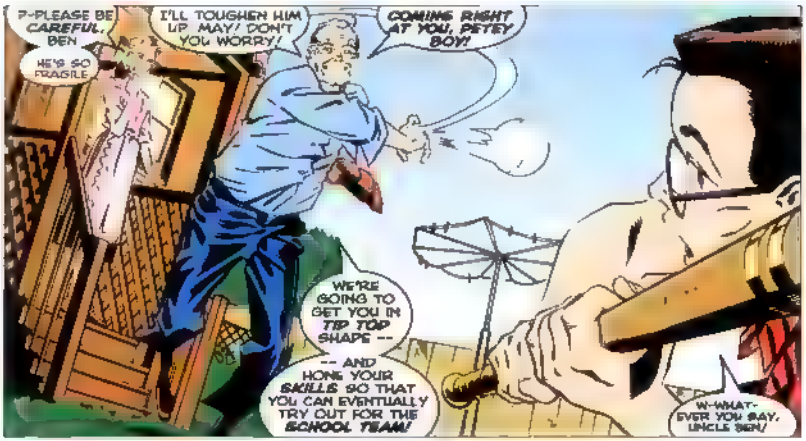


SIMPLY THE BEST
Ben and May provided all the support that Peter needed, both financial and emotional.

Ben and May looked after Peter when his parents were killed.

A friend in need
Recalling the popularity he enjoyed as a child, Ben was dismayed to see that Peter had few friends his own age. He did everything he could to encourage his nephew to come out of his shell and went out of his way to spend time with Peter.



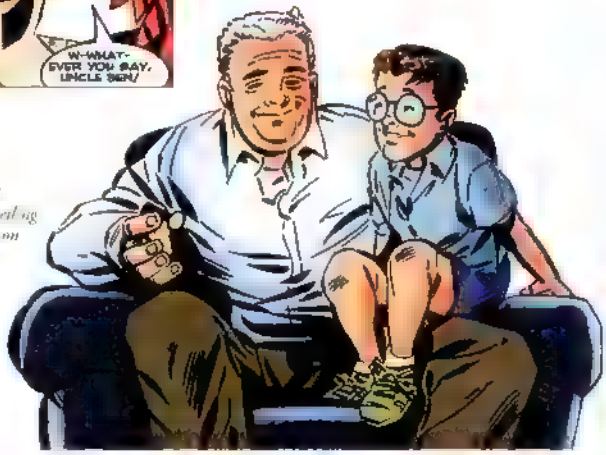


Best friends

Ben tried to build up Peter's self-esteem by pushing him to participate in sports and often tried to [illegible] Peter's hobbies himself. When Peter [illegible] showed any interest in physical activities, Ben earned May's disapproval by introducing him to monster movies, comic books, and science fiction novels. These [illegible] the fantastic sparked Peter's imagination, and he started to develop a taste [illegible]

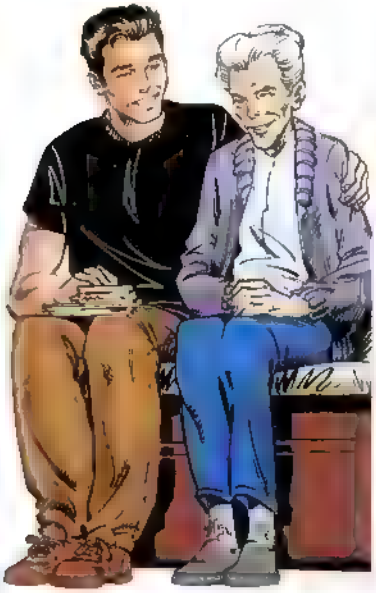
A secret tragedy

May was forever changed by the tragedy of losing her only child. She went from a vivacious young girl who lived for excitement, to a nervous and overprotective old woman. Constantly worried about the state of her nephew's health, she fusses over him to make sure he eats properly and dresses warmly. Peter accepts his aunt's coddling with very good humor. Though he has long since outgrown any need to be protected, he understands that she means well.



FRUSTRATED COMIC
Ben's pent-up [illegible] joke and playing tricks on Peter. While [illegible] matter, he is [illegible] dated. Peter [illegible] him. He developed a real appreciation for pranks and practical jokes.

[illegible] WITH HIS WOMAN
Ben's pers[illegible] strong and he holds on [illegible] stubborn. She believes [illegible] Adrian [illegible] means [illegible] that [illegible] Chapin [illegible] a hard-drinking gentleman.

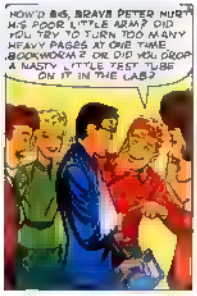


A united front

After Peter's uncle Ben was murdered, Peter and his aunt grew even closer. They genuinely love one another, and always watch each other's back.

DIVIDED LOYALTIES
May Parker suffers from a weak heart and has had many serious heart problems over the years. [illegible] often torn between his duties as Spider-Man and reaping his [illegible]. He has been [illegible] to get away to go to May's side [illegible] he and [illegible]. But Peter [illegible] at reaping [illegible] he neglected. After receiving some of [illegible] blood during a transfusion, May's body rejected [illegible] radioactive particles in his system, and he went into a coma.

PETER'S FRIENDS



Flash Thompson often ridiculed Peter unaware that his puny classmate was Spider-Man.

SINCE PETER Parker was considered a nerd by most of his classmates, he didn't have any real friends in high school. He was an outsider who occasionally hung out with the more popular students. Peter had known one of them, Flash Thompson, ever since they were kids, but they never got along. An athlete who gained his nickname because of his speed, Flash had to struggle to complete his school assignments, so he had little use for a puny know-it-all. The young Flash was a troublemaker and a bully who stole comic books and baseball cards from the local newsstand, and who often extorted money from his classmates.

Trading insults
As he gained confidence with his spider-powers, Peter began to stand up to Flash Thompson and return insult for insult

STAR ATHLETE

Life changed for Flash Thompson when he entered Midtown High. Thanks to his strength and speed, he became the star of the school's football team and led the baseball team in home runs. He stopped stealing and harassing his classmates, but he continued to bully Peter. Ironically, Flash was also one of Spider-Man's biggest fans and even formed a fan club to support his hero.

The "In" crowd
Flash usually hung around with a fashionable crowd that included Jason Ionello, a wisecracking practical joker; Liz Allen, Midtown High's beauty queen; Tiny McKeever, a good-natured goliath; and Sally Avril, a bright and energetic cheerleader and gymnast.

JEALOUS
Though he seemed to be one of the most popular boys at Midtown High, Flash was very insecure. He was jealous of Peter's scholastic achievement. He also feared that his girlfriend, Liz Allen, had a thing for Peter and that she wanted to upgrade to someone smarter. When threats didn't convince Peter to stay away from Liz, Flash often resorted to punches.

Flash's father was a police officer. But Harrison "Harry" Thompson was also an alcoholic who often struck his children when he was drunk.

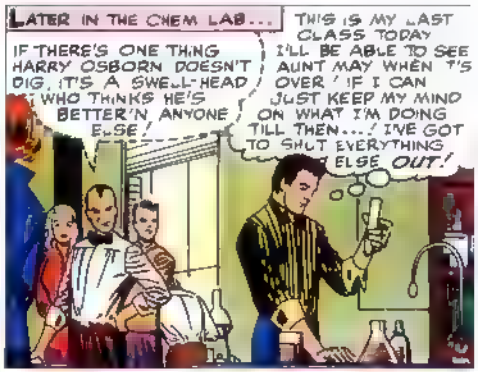
Flash's real name is Eugene.

AN ALL-AMERICAN BOY
Flash attended Empire State University on a full football scholarship, but he dropped out to enroll in the United States Army. After he completed his tour of duty, Flash visited Peter and the two realized that they had a lot in common. To their surprise, they eventually became close friends.

JASON AND SALLY
Jason Ionello wanted to be as idolized as Flash Thompson, but most of his jokes fell flat. Sally Avril was a gymnast who donned a costume and briefly became a crime fighter known as the Bluebird. Her life was cut short when she was killed in a car crash.

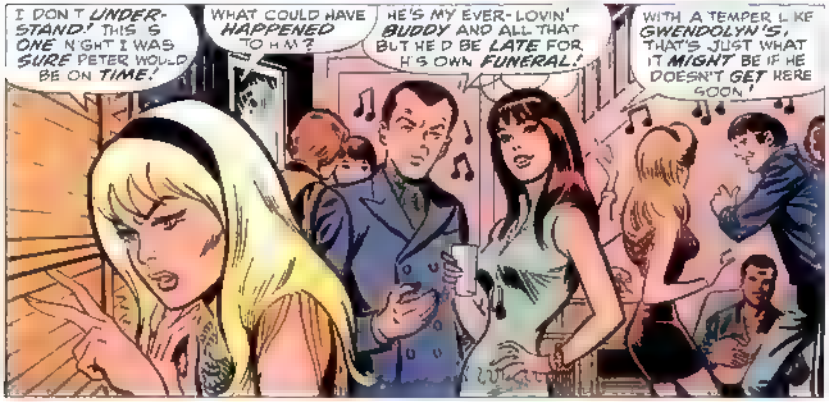
College friends?

Peter won a college scholarship for science and enrolled in New York's Empire State University after he graduated from Midtown High. Flash Thompson shared a few classes with Peter for a while, but the former football star eventually left school to join the army. Peter also met other students, such as Harry Osborn. Harry was the son of multimillionaire industrial st Norman Osborn, who later became the super-criminal, the Green Goblin (*see pages 54–55*). When they first met, Peter thought that Harry was a spoiled rich kid, and the two of them did not get along.



A misunderstanding

[illegible] college. [illegible] May [illegible] the [illegible] [illegible] through [illegible] Harry, [illegible] being rude. Harry [illegible] learned the truth [illegible] got to know each [illegible] friendship slowly grew.



Peter's posse

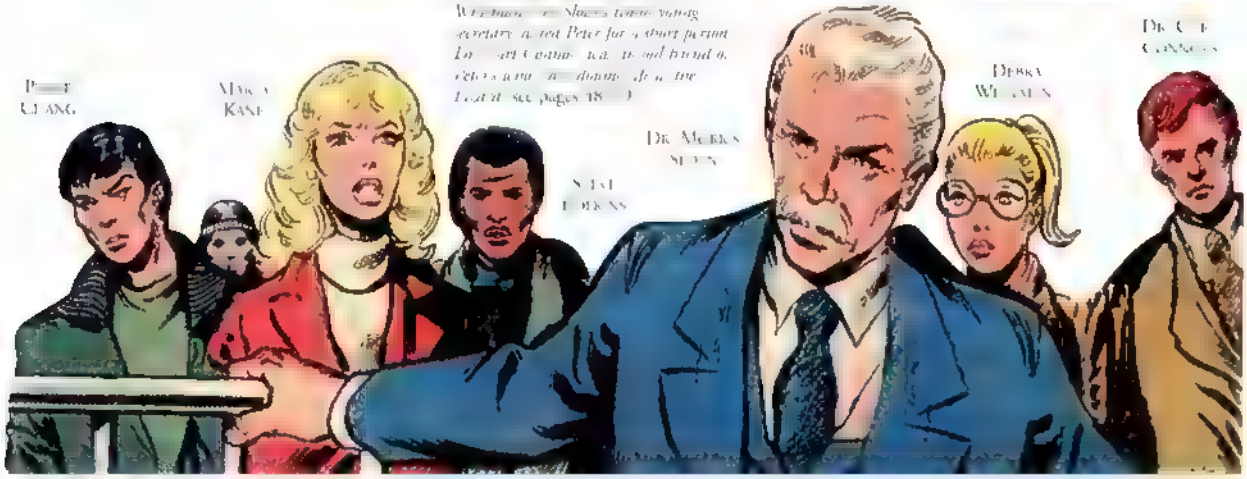
After his lonely days in high school, Peter Parker came out of his shell when he went to college. He made friends and became quite popular. He started dating the beautiful Gwen Stacy and even formed a genuine friendship with Flash Thompson. He also established a close relationship with Mary Jane Watson.

ROOMMATES

Eventually Harry Osborn became Peter's friend [illegible] to share an off campus apartment together.

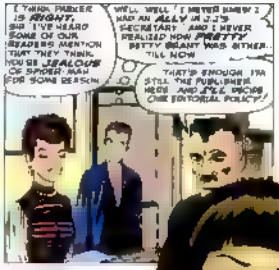
POSTGRADUATE FRIENDS

After getting his college degree, Peter decided to [illegible] He briefly took a job as a teaching assistant where he made more [illegible] Dr. Morris Solomon [illegible] supervised Philip Chang, Steve Hopkins, and Mary Kane were [illegible] assistants. Debra Whitman [illegible] Solomon's [illegible] secretary, acted Peter for a short period. Dr. Curt Conners was a friend of the [illegible] (see pages 18–[illegible])



PETER'S GIRLFRIENDS

PETER PARKER is living proof that being bitten by a radioactive spider can only help your social life. Before he gained his amazing spider-powers, Peter was just a shy and insecure young man. Popular girls like Liz Allen and Sally Avril hardly ever gave him a second glance, and they wouldn't even consider going out with him. There is no way he would have had the courage to ask his boss's secretary for a date, and he never would have approached anyone as pretty as Gwen Stacy. After he became Spider-Man, however, Peter started to come out of his shell, and a lot of women liked what they saw...



ON SPIDER-MAN
Betty Brant always treated J. Jonah Jameson with respect, yet she wasn't afraid to speak her mind.

Liz Allen

Liz Allen was one of the most popular girls at Midtown High. Though often in the company of Flash Thompson, Liz developed a crush on Peter Parker as he became less timid.

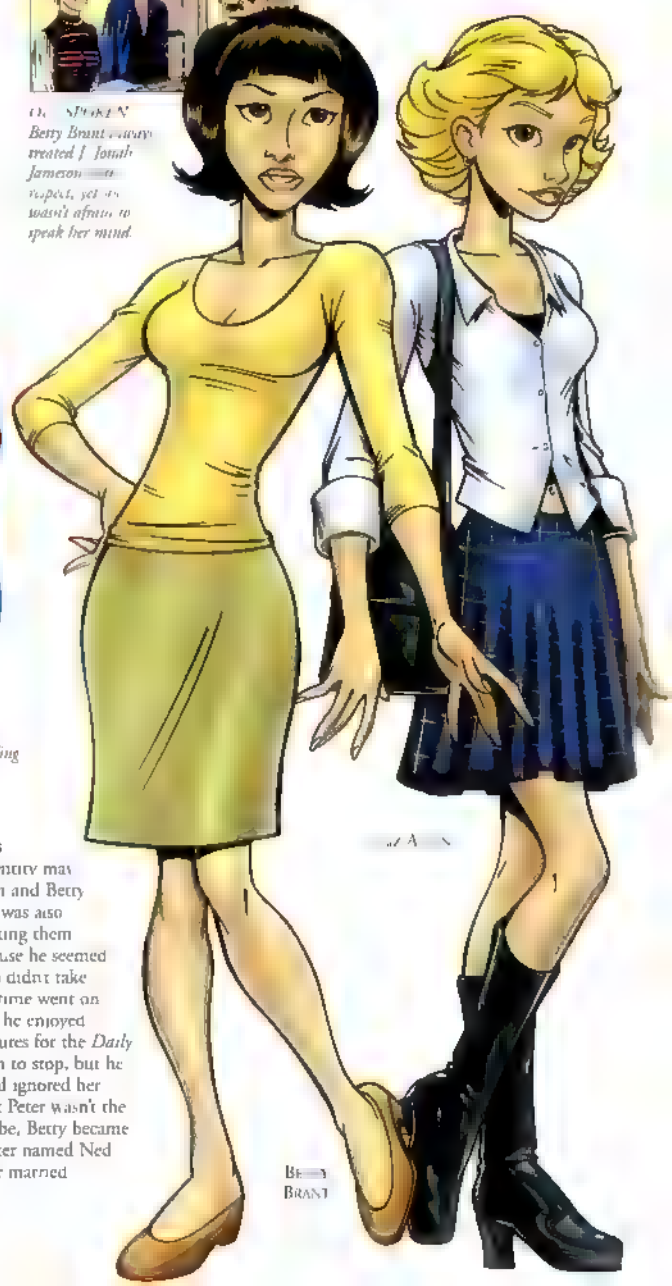
BETTY BRANT

Peter's job as a freelance photographer for the *Daily Bugle* led to his first serious romance. Betty Brant was J. Jonah Jameson's secretary. Peter first became attracted to Betty because she always wore a smile and was never flustered by her volatile boss. Peter and Betty also had a lot in common, since they both had very complicated lives. Betty had an ailing mother and a brother who was usually in trouble. In order to support her family, she had to drop out of high school and get a full-time job. Betty also shared Peter's insecurities and shyness. They started going out, and eventually fell in love.

NO LOVE FOR SPIDEY
Though she was infatuated with Peter, Betty Brant hated Spider-Man for failing to stop criminals from murdering her brother Bennett.

Dangerous liaisons

Peter Parker's dual identity may have helped bring him and Betty Brant together, but it was also responsible for separating them. Betty liked Peter because he seemed to be a quiet boy who didn't take unnecessary risks. As time went on, she began to fear that he enjoyed taking dangerous pictures for the *Daily Bugle*. She begged him to stop, but he needed the money and ignored her concerns. Fearing that Peter wasn't the man he pretended to be, Betty became involved with a reporter named Ned Leeds, whom she later married.



BETTY BRANT

Gwen Stacy

Peter met the lovely Gwen Stacy at Empire State University. Eventually they fell deeply in love. Unfortunately a relationship was destined to end in tragedy (*see pages 8.2–8.3*).

Gwen Stacy was a fellow student. I joined jams on several occasions after Ben Parker died, and Peter were more than friends that they were always best friends.

Gwen Stacy

The best of intentions

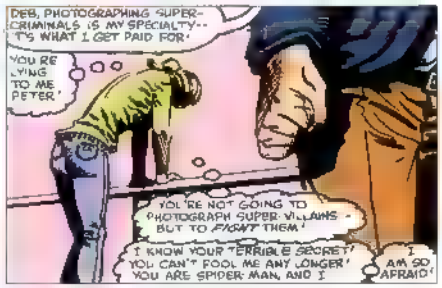
As Liz Allen grew more interested in Peter Parker, she began to introduce him to the other members of her group. Her acts of kindness backfired because they made Flash Thompson even more jealous of Peter.

After graduation

Once they graduated from high school, Liz realized that her crush on Peter was a waste of time. She accepted the fact that they would never be a couple, and settled for his friendship. She also decided that she had outgrown Flash Thompson and broke up with him. Liz later became romantically involved with Peter's college roommate, Harry Osborn (*see page 15*), and they were eventually married.

How can she know?

In graduate school, Peter dated Debra Whitman, a girl with serious problems of her own who began to suspect that Peter was secretly Spider-Man.



Gwen Stacy

Debra Whitman

A parade of beauty

Peter didn't want a serious relationship after he lost Gwen Stacy. He spent a lot of time with Mary Jane Watson (*see pages 18–19*), but he considered her more of a friend than a girlfriend in those days. Soon enough, he returned to the dating game and started seeing Debra Whitman as well as spending time with girls like Cassy Ironwood and Marcy Kane. Even Amy Powell, a gorgeous blonde, pursued him for a while. But he already knew there was [illegible]

For her first few appearances, Mary Jane's face was always obscured, leaving the readers guessing about her appearance.

MARY JANE

ON THE surface, Mary Jane Watson is the complete opposite of Peter Parker. She appears to be a popular, fun-loving young woman who is always looking for a party. She usually has a smile on her face, and seems to be without a care or responsibility in the world. But appearances can be deceiving. Mary Jane was the daughter of Philip and Madeline Watson. Her mother was a drama student, while Philip majored in American literature and wanted to be a writer. The two married as soon as they graduated from college. But as his dreams of becoming a writer faltered, Philip turned on his family, verbally abusing them and blaming them for his inability to concentrate. The relationship continued to deteriorate to the extent that Madeline took their young children, Gayle and Mary Jane, and left Philip.

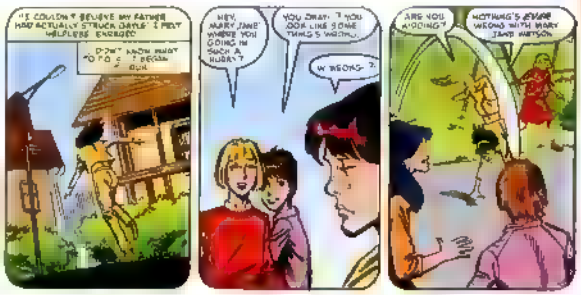
BROKEN DREAMS

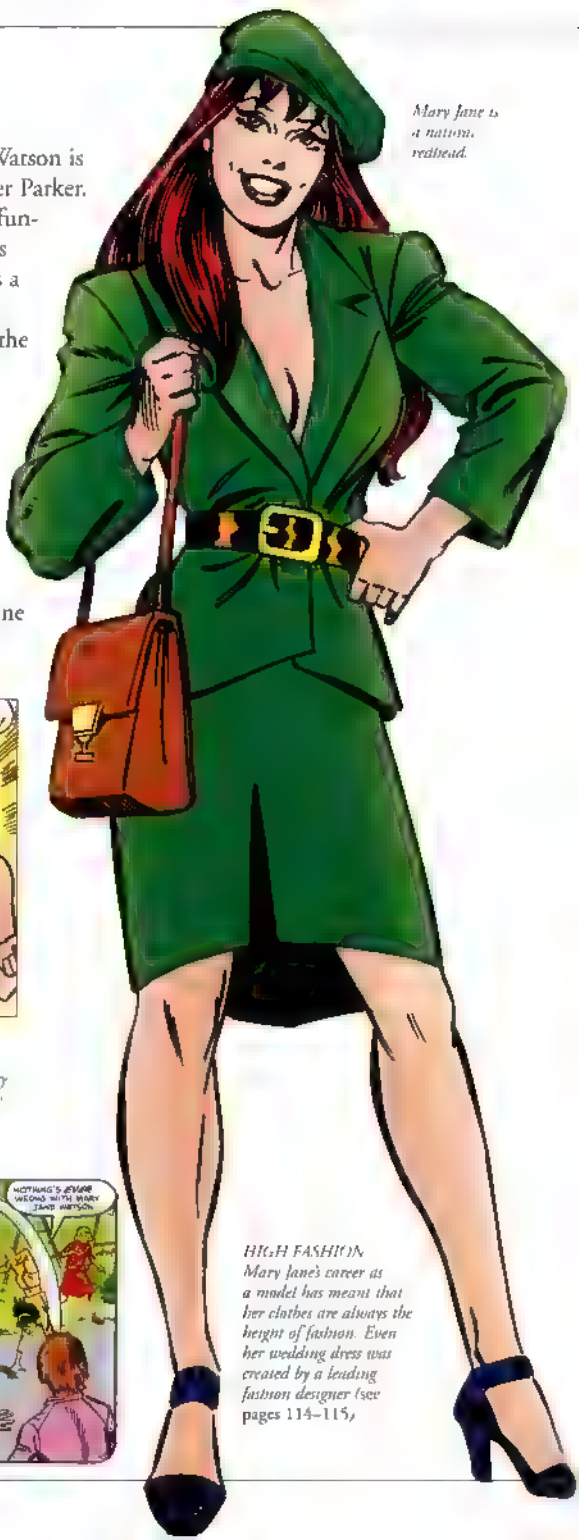
Life did not get any easier for the Watson family. Gayle married her high school sweetheart right after graduation. He planned to be a lawyer, but Gayle became pregnant and gave birth. Unable to cope with the pressures of law school, and with yet another child on the way, Gayle's husband deserted her. Disaster struck again, when Madeline died just before the birth of Gayle's second child. Gayle turned to her sister, hoping for support. But Mary Jane wasn't willing to give up her dreams to help her sister. Instead, she left to stay with her favorite aunt, Anna Watson, who was living in Forest Hills. During her time there, Aunt Anna tried several times to set up Mary Jane on a date with her neighbor's nephew—a certain Peter Parker.

JACKPOT
Peter couldn't contain his shock when he saw how beautiful Mary Jane was. In response, Mary Jane uttered the words that are now part of comic-book lore

Donning a mask

When she was younger, Mary Jane always disguised her true feelings. She played and laughed and pretended that everything was just fine. On the day Philip Watson struck her older sister, Mary Jane did cartwheels to amuse her friends and partied long into the night.





Mary Jane is a natural redhead.

HIGH FASHION
Mary Jane's career as a model has meant that her clothes are always the height of fashion. Even her wedding dress was created by a leading fashion designer (see pages 114–115)

Hold that pose

Having discovered a taste for performing in high school plays, Mary Jane turned to a career first as a dancer and then as an actress. She even had a brief role in a daily soap opera called *Secret Hospital*. However, she had her greatest success as a model. With the money from her modeling, Mary Jane and Peter were able to move into a luxurious apartment. But it was also her modeling work which took her on an ill-fated trip to Latveria (*see pages 150–151*).

Dangerous occupation

Being Spider-Man's girlfriend and then wife has not been without its dangers. Particularly as some of Spider-Man's most dangerous enemies know who he really is and who his nearest and dearest are! Mary Jane has been attacked by the likes of Tombstone (*see page 112*) and the second incarnation of the Green Goblin (*see pages 132–133*). However, the greatest impact was made by Venom (*see pages 120–121*). When the villain first arrived on the scene, he went straight to Mary Jane and Peter's apartment. Here he confronted the model and asked her about Peter's whereabouts, scaring Mary Jane out of her wits.

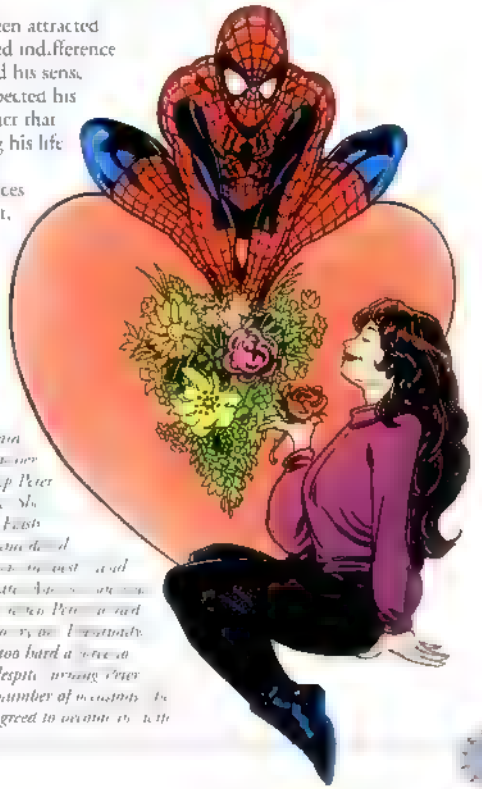
BACK OF THE RED AND BLUE
Mary Jane is [illegible] by Venom [illegible] persuaded Peter to [illegible] to [illegible] back [illegible] [illegible] transformed and [illegible]

The secret

Mary Jane was 13 years old the first time she saw Peter Parker, and she thought he looked cute. She later discovered that he was secretly Spider-Man when she accidentally spotted him sneaking out of his aunt's house. Though her Aunt Anna kept trying to get them together, Mary Jane didn't want anything to do with him. She had no use for a quiet and sensitive boy who had the truth about himself behind a mask. They eventually met, and began their often-rocky relationship. Many years would pass before Mary Jane revealed that she had always known Peter's greatest secret.

A reluctant romance

Mary Jane had always been attracted to Peter, but often feigned indifference toward him. She admired his sense of responsibility and respected his courage, but hated the fact that he was constantly risking his life as Spider-Man. She truly understood all the sacrifices he had made, but, at first, she was not willing to share her pain.



FAILED
Mary Jane [illegible] everything [illegible] power to keep Peter [illegible] away. She flirted with Flash [illegible] and dated Harry Osborn [illegible] and [illegible] Peter [illegible] and [illegible] to [illegible]. Eventually [illegible] proved too hard a [illegible] and despite [illegible] Peter down on a number of occasions [illegible] eventually agreed to become [illegible] with [illegible]

ORIGIN OF SPIDER-MAN

THE FIRST day of the rest of Peter Parker's life started like any other. Gently nudged awake by his Uncle Ben, Peter was a victim of too much studying and too little sleep. Still he managed to put on a smile by the time he joined his aunt and uncle for breakfast as usual. Peter's shyness and scholastic interests had made him a bit of a social outcast at school. But his late night study sessions paid off when his science teacher singled out his work, mentioning that he was practically assured of getting a scholarship when he graduated. Later that day, in an attempt to forget about his failure to fit in at school, Peter visited a science exhibition. During one of the demonstrations, a common house spider was exposed to a massive dose of radiation when it swung into the path of a particle accelerator. The stricken spider landed on Peter's hand and bit him as it died. With his hand burning from the bite, Peter began to feel nauseated and stumbled outside for some fresh air. What he didn't realize was that the spider's irradiated venom had begun to alter his biochemistry. Peter's body was already mutating, gaining the fantastic powers that would transform him into the amazing Spider-Man.

THE FIRST HINTS OF POWER
Still dazed by his unpleasant experience in the science hall, Peter carelessly stepped in front of a speeding car. The driver's horn startled the teenager, causing him to leap to safety. It was a leap that propelled him almost 30 feet up the side of a nearby building. Peter was astounded to discover that he was able to stick to the wall of the building with his fingertips. While scaling the wall, he also discovered that he was amazingly strong by crushing a steel pipe.

Peter was shocked when he stuck to the wall of a nearby building.

From zero to hero
Peter also built a pair of web-shooters and started to practice his act. On the night of his debut performance, Spider-Man wowed the crowds and got a standing ovation. After years of being an unwanted misfit, Peter Parker was now a media darling. Time and riches were fit as with his reach, and over the next few days the amazing Spider-Man became a sensation.

In the ring
Peter spotted an opportunity to test his powers when he came across a wrestling challenge. Disguised by a mask, Peter easily defeated the wrestler Crusher Hogan. A TV producer in the crowd eagerly offered Peter a spot on a show, and the youngster accepted. He even designed a new costume for his TV debut.

Peter was horrified when the radioactive spider bit him.

No business like show business
While he was leaving the show one night, Peter suddenly heard a shout. An elderly security guard was chasing a burglar. Even though the guard ordered Spider-Man to stop the fleeing man, the masked teenager did nothing, and the burglar managed to escape down a high-speed express elevator. The outraged guard immediately turned on Spider-Man, berating him for failing to act. Peter arrogantly replied that he was a star and didn't take orders from anyone. Peter was through being pushed around. He swaggered away and promptly forgot about the incident.

IN THE DEPTHS OF DESPAIR
Spider-Man, popularity increased in the weeks that followed and offers flooded in. Peter felt like he was on top of the world. But it was a world that suddenly crashed around him when his Uncle Ben was murdered by a burglar.

The spider strikes

When Peter returned home one night after a personal appearance, he was shocked to discover that a burglar had murdered his Uncle Ben. Grief-stricken, Peter donned his costume and made his way to a nearby warehouse where the criminal was hiding. Arriving at the warehouse in no time, Spider-Man found the ruined building surrounded by police. But the officers were powerless – there was plenty of cover for the killer to hide behind, and he could easily pick off the police if they decided to charge. Spider-Man realized that it was only a matter of time before darkness fell and the criminal could escape, so he sprang into action.

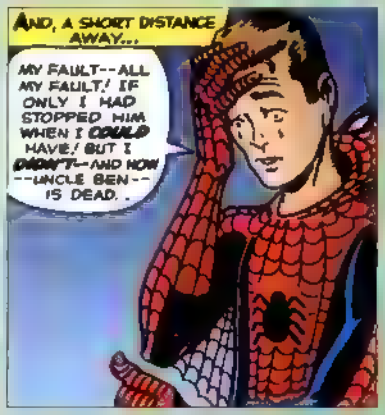
Criminal's gun covered in webbing

The burglar who murdered Uncle Ben was the first criminal that Spider-Man apprehended.

A startling realization

Using his webbing to stop the killer from firing his gun, Spider-Man then knocked him unconscious with a single blow. Only then did the stunned teenager get a good look at the burglar's face. It was the unnamed fugitive who ran past him in the studio!

RESPONSIBILITY
Seeing the face of the criminal made Peter realize that he could have prevented Uncle Ben's death. His refusal to use his powers to stop the thief in the TV studio had backfired horribly on the teenager, and he had lost one of the few people he really loved.



With great power...

Peter realized that he must have been given his great powers for a reason. Instead of using them for personal gain, he should have been employing them to protect the innocent and to stop the guilty. Spider-Man would never shirk his duty again. He had finally learned that with great power there also comes great responsibility.

SPIDER-SENSE

HE MAY not know if you've been bad or good, but he can always sense when you're dangerous. Spider-Man possesses many incredible abilities, but his most amazing power must be his uncanny spider-sense. This strange tingling sensation, which originates in the back of his skull, warns him of danger. The danger could be something immediate, like a gun being aimed at him or a punch being thrown at the back of his head. Or it could be something subtle, like a slippery floor or a sandwich that contains tainted meat. While his spider-sense cannot tell Spider-Man the exact nature of a particular threat, it always lets him know when and which way to move in order to avoid the danger.

Everything's fine...

Peter senses a potential danger

The danger is now imminent

GETTING WARMER Spider-Man can judge the proximity and severity of a threat by the intensity of the tingles. The nearer the danger, the stronger the tingling.

Peter's spider-sense is always on... even when he's asleep!

BUILT-IN RADAR

Spider-Man's spider-sense is like having a personal radar unit. He doesn't have to worry about watching where he's walking or web-swinging because it always guides him away from danger. Loose ceiling tiles or rotted rooftops don't trouble Spider-Man because his spider-sense warns him in plenty of time to avoid them. Even if he were trapped in complete darkness, his spider-sense would prevent him from bumping into anything. And Spidey's spider-sense tingles if someone can see the web-slinger out of costume, warning him that he may be spotted.

Enough to make a man think twice! Spider-Man can ignore his spider-sense

Tracking by tingle

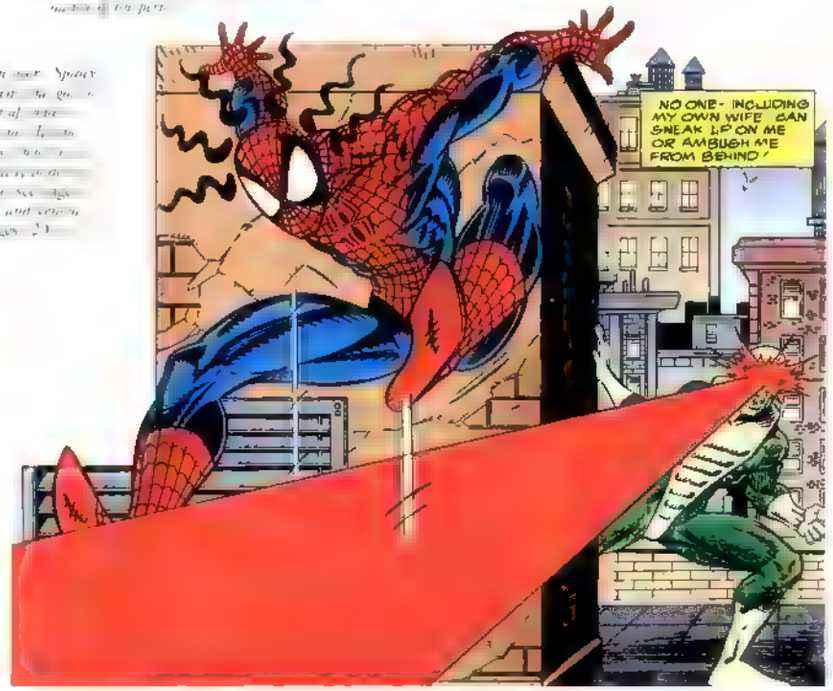
Like a Geiger counter that somehow reacts to danger, Spider-Man often uses his spider-sense to track down his enemies. He has also developed special spider-tracers that are attuned to his spider-sense and can help him track down the bad guys who are far away.

[illegible]

Eyes in the back of his head

Thanks to his spider-sense, it's practically impossible to sneak up on Spider-Man from behind. Not only can he sense the exact direction of an impending [illegible] but his spider-sense immediately triggers his amazing spiderlike reflexes to help him avoid danger. He often dodges blows before they are actually thrown.

[illegible]



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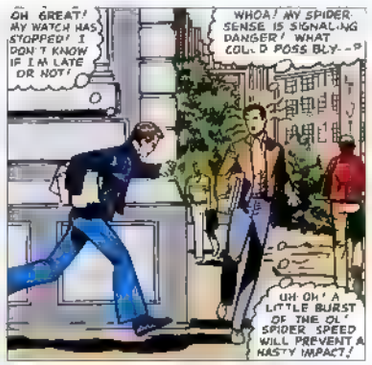


BE PREPARED Spider-Man's spider-sense reacts to all threats, even those unintentionally caused by friends or family members who don't actually want to hurt him.

Early warning

Peter Parker depends on his spider-sense to protect him even when he's not in costume. It's so sensitive that it will alert him in time to avoid even a minor mishap, such as a collision with a fellow pedestrian.

It's all instinct

Since his spider-sense instinctively reacts to trouble, Spider-Man depends on it most when he is in a fight, weaving his way through a hail of bullets without a scratch. Over the years, he has come to realize that his reflexes work a lot faster than his mind. Because he can trust his super-quick reflexes completely, Spidey is free to come up with the witty one-liners he spouts to distract his opponents.

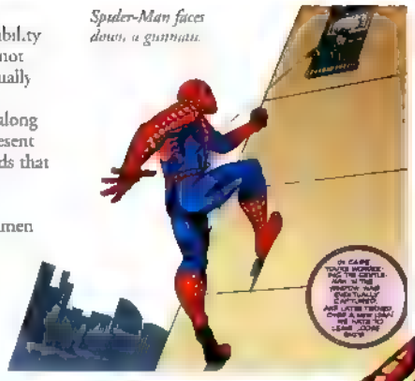
WALL-CRAWLING

The web-swinger's hands and feet stick to any surface, as if they were locked in place with thousands of tiny suction cups.

NOTHING SEEMS to unnerve a bad guy more than being approached by a certain webbed crime fighter who is crawling up the side of a nearby wall. Though Spider-Man possesses many amazing powers, his ability to cling to any surface is certainly the most unsettling. No matter how friendly our neighborhood web-slinger claims to be, the sight of him scurrying across a ceiling can be very disturbing. The fact that he looks like a monstrous insect whenever he scampers up a building has helped *Daily Bugle* publisher J. Jonah Jameson convince the public that Spider-Man is a menace. Many people hate spiders, and are easily frightened by someone who can hang from their ceilings and cling to their walls.

Subject to gravity
Though Spider-Man has the ability to stick to any surface, he cannot defy gravity. That's why he usually crawls up the exterior sides of buildings, instead of walking along the tops. Not only does he present less resistance to the high winds that stalk the upper stories when crawling, but he also makes a smaller target for nervous gunmen.

Spider-Man faces down a gunman.



Spidey's lightweight costume and boots are ideal for wall crawling.

Spider-Man actively decides which parts of his body are attached to a surface at any given time.

Mysterious Ability

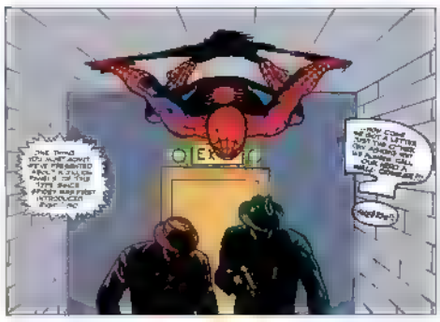
No one knows exactly how Spider-Man's wall-clinging ability works. Peter Parker has often theorized that he has a form of bio-magnetic power that allows him to increase the attraction between the molecules in his body with those of the surfaces he climbs. All that is known for certain is that he can stick to anything. No matter how smooth or slippery a surface may be, Spidey can attach himself. He just has to keep concentrating until he bonds with it. Unlike his spider-sense, the web-head's clinging power is strictly a conscious act. He can never stick to something by accident. He must deliberately press his hand against an object and choose to adhere to it. Of course, Spidey likes to show off as much as the next fellow. He occasionally runs upside down along a ceiling or strides up a wall.

Unbreakable
Once Spider-Man has latched on to an object, only he can decide when to release it. No outside force has ever managed to pry him from a surface if he consciously wants to stick to it. Foes with superhuman strength have been known to rip Spidey from walls and ceilings, but that's only because these surfaces have shattered under the strain. Chunks of drywall or pieces of ceiling tile can usually be spotted clinging to Spidey whenever this situation occurs. If someone as strong as the incredible Hulk were to try to pull Spider-Man off a slab of granite, he might accidentally rip off the web-spinner's arms before the rock would splinter. Of course, there is an easy way to separate Spider-Man from an object. All a villain has to do is find a way to knock him out. Once Spidey has lost consciousness, his body will automatically go limp and detach itself from anything it is holding.

SWING AND CLING: Ever wonder why Spider-Man never loses his grip when he's web-swinging around the city? He doesn't rely on impact webbing to hang onto the city. He uses his sticky feet and hands instead. It's easier on the environment, he reasons, for the next one to be his mattress. He can safely leave hanging above the city street.

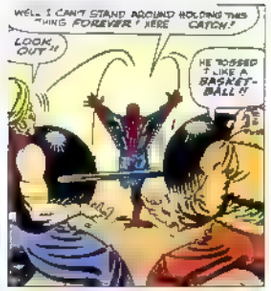
Clinging body
Though Spider-Man tends to focus on his hands and feet whenever he's climbing up a wall, every part of his body has the same clinging ability. His back and head can stick to surfaces as easily as his fingers and toes. All he has to do is lean against something and he will stick to it until he decides to free himself.

Spider-Man can be yanked off a ceiling only if the ceiling comes to him.



Not just hanging around
Aside from using his wall-clinging ability to avoid mass transit and impress his fans, Spider-Man has discovered many additional uses for it. He often surreptitiously follows suspected crooks into their hideouts by crawling along the rooftops. He eavesdrops on conversations by clinging to ceilings, and hides under shadowed overhangs. On many occasions, he has held a fleeing thief in place by sticking a finger to the man's back. If the web-head ever decides to retire from crime fighting, he could always become a waiter. With his ability to stick to things, he would never drop a tray of dishes!

STRENGTH & AGILITY

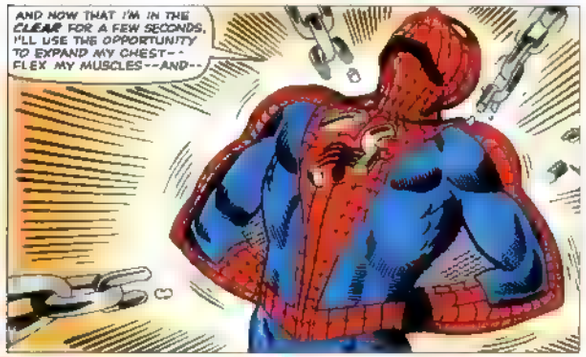


Spider-Man often takes his strength for granted, which can prove rather disheartening to the average crook.

SHORTLY AFTER he was bitten by the radioactive spider that gave him his amazing powers (*see pages 20–21*), Peter Parker accidentally crushed a steel pipe as if it were made of paper. He was astonished to discover that he now possessed superhuman strength. Since then, Spider-Man has often told people that he has the proportionate strength of a spider; but he's actually a lot more powerful. While not as strong as the incredible Hulk, the mighty Thor, or the Thing, our friendly neighborhood web-slinger is able to lift almost 10 tons. He can bend a solid iron bar with his bare hands and shatter a concrete wall with a single punch. And in one, spider-powered spring, he has leapt the height of three stories, or the width of a highway.

AMAZING AGILITY

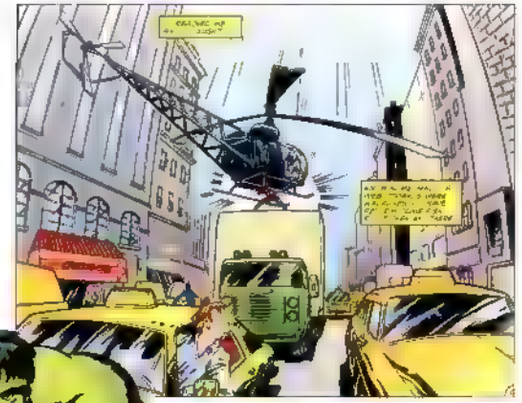
Even more impressive than his spiderlike strength is Spider-Man's amazing speed and agility. When it comes to quick-thinking, death-defying, lightning-swift acrobatic stunts, the wall-crawling wonder is truly without equal. Spider-Man moves with a fluid and casual grace that can't even be equaled by trained superathletes such as Captain America or Daredevil. He leaps from rooftops, somersaults over flagpoles, tumbles off water towers, and balances on top of light poles as he routinely travels across the city in his own unique manner.



Spider of steel

Spider-Man possesses exceptional stamina and can usually recover his full strength after a short rest. Nothing can hold him for too long, and after a brief respite, he can regain enough strength to shatter even the strongest of chains—you need something pretty strong to tie down this spider!

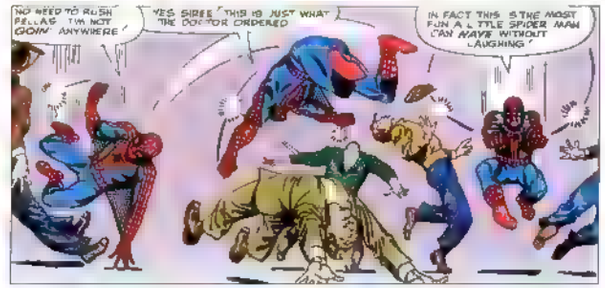
STRENGTH AND COMPETITION
While Spider-Man is barely the strongest instantaneous of all the combatants, his strength, speed, and agility make him a match for almost any foe.



The stress factor

Average people have been known to crack under extreme stress. Spider-Man can raise a couple of Cadillacs on a normal day. Add in the excitement of one of his super battles, and his power level can shoot into uncharted territory. Over the years, the web-slinger has been seen holding up multi-story buildings, freeing himself from beneath tons of debris, and flattening cosmically powered aliens.

So relaxed is Spider-Man as he swings [illegible]



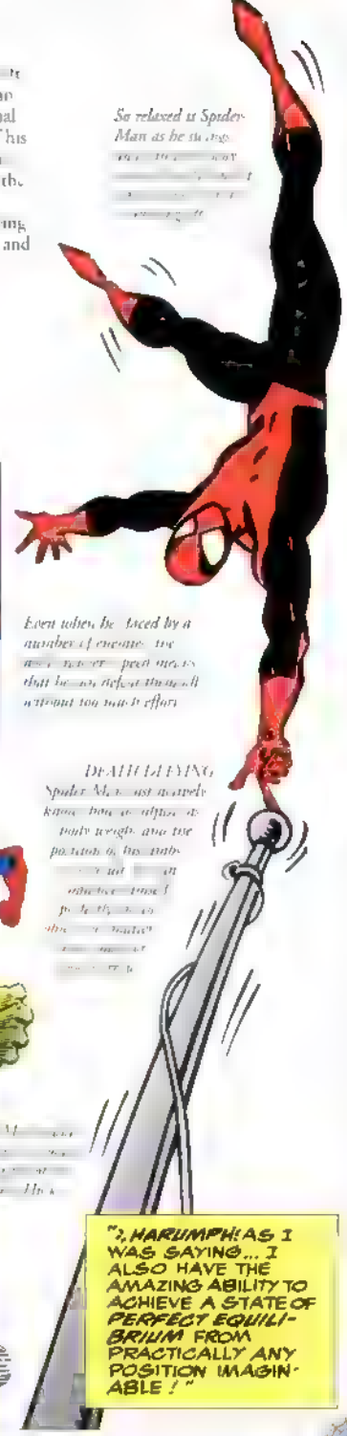
Even when he faced by a number of enemies, the [illegible] proved [illegible] that he was defeat through without too much effort.

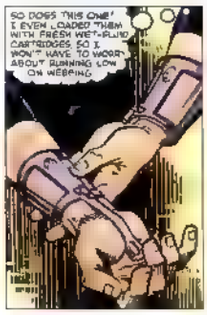
BLUE, RED AND BLUE
[illegible] amount of all [illegible] Spider-Man [illegible] perfection fighting [illegible]

DEATH DEFYING
Spider-Man's [illegible] known [illegible] body weight, and the position of his [illegible]

Everywhere at once?

Spider-Man's reflexes operate up to 40 times faster than those of a normal person, and he uses them to dazzle much stronger foes. Faced with the Rhino (*see pages 66–67*) or even the Hulk, Spider-Man kicks into high gear, ricocheting off the walls, ceiling, and ground to barrage his opponent with blow after blow. The victim, dazed by the wall-crawler's speed, is left punching thin air.





Spideys web-shooters replace an empty web fluid cartridge automatically.

WEB-SLINGING

EVERY SPIDER needs a web, and Spider-Man is no exception. Shortly after he gained his amazing powers, Peter Parker set out to create a web of his own. Peter used his high school's science laboratory after hours and, having studied multipolymer compounds for a few years, he produced an adhesive fluid capable of imitating a spider's silk webbing. To complete the mechanism, Peter then designed and built a pair of web-shooters that snapped on his wrists.

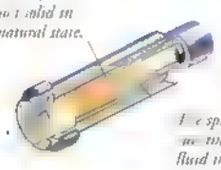
Different Strokes

Peter has improved upon his initial design. He now switches between different forms of webbing by the way he taps his trigger. With a short second tap he releases a thin cablelike strand that is perfect for web-swinging. A longer second tap increases the strand's thickness for additional support. If Spidey prolongs the pressure on the trigger, web fluid squirts out in the form of an adhesive liquid that can paste a foe against a wall. A series of brisk taps discharges many thin strands that form a fine spray of webbing, perfect for blinding an opponent.

TWO TAPS
Peter designed his web-shooters so that he wouldn't accidentally fire them every time he made a fist. Resting in the palm of his hand, the trigger works just like a computer mouse. He must tap twice in rapid succession to release his webbing.

The Spinneret Mechanism

The web fluid is almost solid in its natural state.

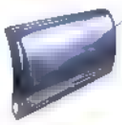


The spinneret turns the solid fluid into thin strands.

The Web-shooter

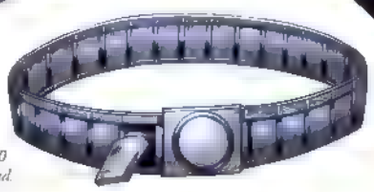
Each web-shooter can store web-fluid cartridges locked in pistol-like spares.

Belt up
Peter Parker has also designed a special utility belt to carry his spare cartridges of web fluid. The buckle of the belt contains a spider signal that can be projected onto his opponents. Sometimes Peter equips the buckle with a miniature camera.



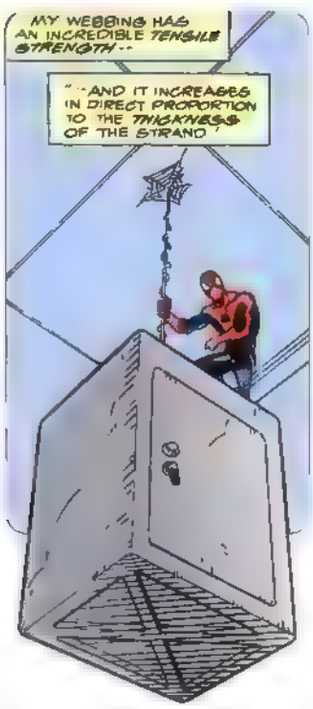
Spare web-fluid cartridge

Cartridge Belt



The belt can carry 30 cartridges of web-fluid.

Subcontracting the shooters
Though Peter Parker built the original pair of web-shooters, he now splits up his designs for the various parts and sends them to a number of different machine shops in the New York area. To maintain a degree of secrecy, Peter later assembles all of the pieces himself.



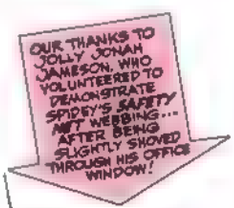
Miles of webbing
The pressure in Spider-Man's web-cartridges is enough to propel a single strand of webbing up to 50 yards, but thicker strands and more complex web patterns can't reach nearly as far. Each of his web-shooters has 10 cartridges, and each cartridge contains approximately 1,000 yards of single-strand webbing.

ONCE UPON A WEB
[illegible]

Holding it together
Experience has taught Spider-Man that large objects like a web trampoline or web-wings tend to lose structural integrity if they extend beyond a diameter of 20 feet. He has also learned that the thicker the webbing, the faster it evaporates.

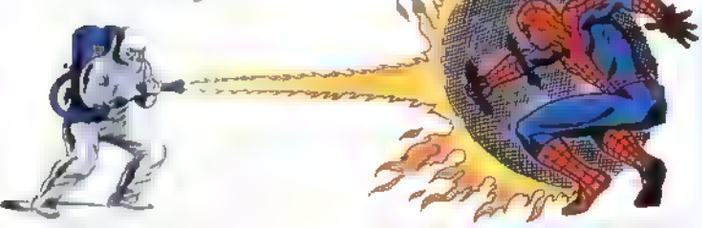
[illegible]

Reducing power usually Spider-Man's web-shots and leaves him unable to swing with web-lines.



[illegible]

Flame resistant
Spidey's normal webbing can easily withstand temperatures of 1,000°F. It melts, but it has never caught on fire. If the wall-crawler is preparing to fight someone like the Human Torch, he can pack a webbing that resists temperatures of up to 10,000°F. This type can only be released in strands that are as thick as a clothesline. Its special cartridge can only store 10 yards of the webbing at a time.



Fun with webs
The natural strength of Spider-Man's webbing and its ability to harden quickly means it can be formed into a variety of simple shapes and objects. He can easily make web balls, bars and bolas, and Spider-Man has also been known to create more complex articles such as rafts, hang gliders, and skis. Spider-Man can even show his [illegible] shapes, [illegible] and [illegible] webbing.

COSTUMES

Peter Parker designed his costume so that it would fit beneath his clothes.

IF CLOTHES make the man, a distinctive costume is a definite must for a budding young Super Hero. Of course, Peter Parker didn't intend to be a crime fighter when he first gained his amazing powers—he wanted to go into show business, and he needed an exciting look to match his stage act. Peter learned that Midtown High's dance class was throwing out some old bodysuits. Slipping into the school after dark, he found one that fit him, took it to the art room, and spent a few hours silk-screening a web pattern on the shirt. He also made a skintight pair of gloves and boots, and with some one-way mirrors he found in the drama class's old prop box, he now had a mask. His first spider-costume was finally ready.

Keeping Up Appearances

Having the perfect costume is one thing; keeping it is another matter. Peter Parker and his trusty sewing needle have spent many hours repairing the numerous rips and tears his costume has received in battle. Aunt May (*see pages 12–13*) also contributed to Pete's costume woes. She once found his costume behind the bookcase where he had hidden it. Though Peter claimed it was for a practical joke on his friends, she refused to return it. He was forced to buy a Spider-Man suit from a local costume shop. The imitation was so cheap that it began to shrink and came apart during one of his many conflicts!

ONE-WAY LENSES
Spidey can see out through his white eyepieces, but no one can see in.

Spider-Man's boots and gloves consist of a thin layer of material so that they do not inhibit his ability to stick to walls.

Spider-Man's bodysuit is composed of a synthetic stretch fabric.

UNDERARM WEBS
Running from his elbows to his waist, Spidey's underarm webbing is made of flexible nylon netting.

Spider-belt contains essential items, including a spider-signal.

SHOCKING WITH A CLASSIC
Spider-Man's costume has evolved during the course of his career. The symbol on his chest has changed several times over the years and the webbing beneath his arms sometimes disappears. The costume has been modified as the wall-crawler has gained additional powers or needed special defenses. And yet, Peter Parker always seems to return to a costume that resembles his original design.

Disadvantages

Beneath his costume's shirt, Spider-Man wears a belt that contains his spider-signal, a miniature camera, and spare web cartridges. He keeps meaning to add a change purse, but has never gotten around to it. The major disadvantage of a skintight costume is that there's no room for Peter's street clothes. He either webs them into a ball attached to his back or he leaves them behind.

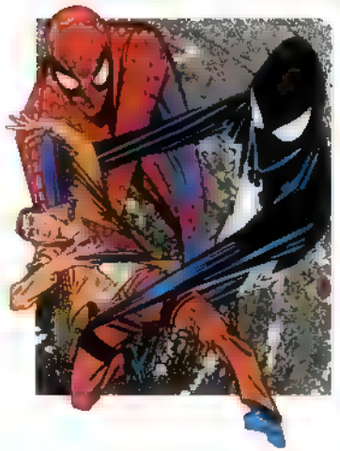
THE ALIEN COSTUME
Pete [illegible] a black costume while ingoing on a far-off planet called Battleworld (see pages 108–109). This costume had a lot of advantage over his old one. It [illegible] seemingly endless supply of webbing, and it could change to [illegible] appearance instantly. It seemed to respond to his thought and would slip over him whenever he wanted to go out web-swinging.

Over the years, the spider on the web-head's costume has assumed many different looks. That's because Peter often changes the symbol when he has to replace his costume shirt.

Peter's alien black costume [illegible] pockets instantly to store his possessions.

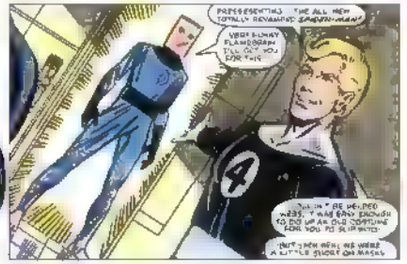
Torn between two costumes

Peter eventually learned that his new black costume was an alien symbiote that wanted to form a permanent attachment to him. He turned it over to the Fantastic Four and went back to his old look. The Black Cat (*see pages 92–93*), however, thought the black costume was sexier. She made a cloth version of it as a gift for Spidey. He used both costumes for many months and didn't get rid of his black one until Venom (*see pages 120–121*) entered his life.



The Amazing Bag-Man

Stranded without clothes after discovering that his black costume was actually an alien symbiote, Peter was at the mercy of the Human Torch... who just couldn't resist a joke at Spidey's expense.



ARMLESS
With Connors' help, Spider-Man was able to cure himself and lose his extra arms.

The Spider or the man?

At one point, Peter was so frustrated by the way the public distrusted him that he decided to quit being Spider-Man. He developed a formula that would remove his powers, and even though it hadn't been tested he drank the liquid. When he eventually came around, Peter discovered that he had grown four extra arms! In desperation, Peter turned to his friend Dr. Curt Connors (*see pages 48–49*) for help.

VARIOUS LOOKS
From time to time, Peter has been forced to make certain adjustments to his costume. He once donned a steel-plated version (shown right) to battle a heavily armed team of villains known as the New Enforcers, and also designed a special insulated costume for use against Electro.

Spider-Man's armored steel costume was actually a pseudo-metallic computer [illegible] that Peter created in the [illegible] of Empire State University.

The Reilly factor

Peter Parker retired from costumed crime fighting for a brief time. He turned over his duties as Spider-Man to a friend named Ben Reilly. Reilly designed his own version of Pete's classic costume, with a much larger spider on his chest and a different design on his pants. Plus he redesigned Peter's web-shooters and wrist device.

BEN R[illegible]

SPIDER-MAN'S PARTNERS

Needing money when he first gained his amazing powers, Spider-Man tried to join the Fantastic Four. But he left as soon as he realized that they were a nonprofit organization.

SPIDER-MAN IS a friendly neighborhood Super Hero. He lives in the Marvel Universe, a world that is brimming with superhuman criminals and costumed crime fighters. On any given day, he can run into another masked vigilante, a mythological immortal, or a superpowered mutant. Though a loner by nature, Spidey has teamed up with many different superpowered heroes during the course of his long career. He considers a few of them to be friends, while some are merely acquaintances that fate occasionally throws his way. His relationships with others are more volatile and shift constantly—they can meet as either allies or antagonists, depending on the circumstances.

AMAZING ALLIES

Among Spidey's partners is Daredevil, a fearless superathlete whose superhuman-y acute senses compensate for the fact that he is completely blind. The web-head has also come across the Fantastic Four, the incredible Hulk, Captain America, the X-Men, and Howard the Duck! And, in the course of these very pages, you'll come across many other allies, including the Prowler, the Punisher, Rocket Racer, Will O' The Wisp, the Black Cat, Silver Sable, and the Scarlet Spider.

SPIDER-MAN AND WOLVERINE

Wolverine has claws made from adamantium.

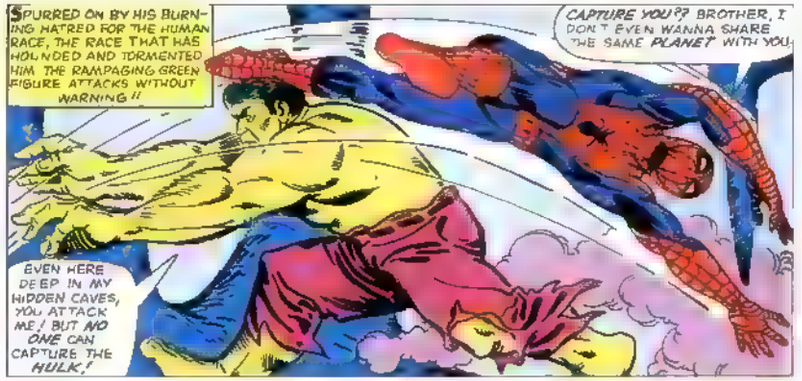
STRANGE COMPANION Dr. Strange and Spidey have often united against menaces on both the supernatural and physical planes.

The uncanny X-Men
People born with superhuman abilities, such as the power to read minds or generate vast quantities of ice, are called mutants. A mutant himself, Professor Charles Xavier formed a school to teach these young outcasts from society how to use their special abilities to serve and protect the world. He called this team of mutants the X-Men, and they included Cyclops, the Angel, Beast, Phoenix, Rogue, and Wolverine. Shunned and feared by normal humans, the X-Men share a lot in common with the wall-crawler.

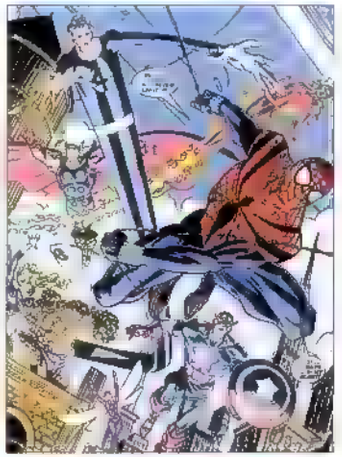
Captain America's shield

SPIDER-MAN AND CAPTAIN AMERICA

The incredible Hulk
Bruce Banner shares many traits with Peter Parker, but the Hulk couldn't be more different from Spider-Man. The Hulk is a rampaging force of nature who thinks finesse is for sissies. He is easily irritated by Spidey's wisecracks and has often tried to squash the wall-crawler like a bug.

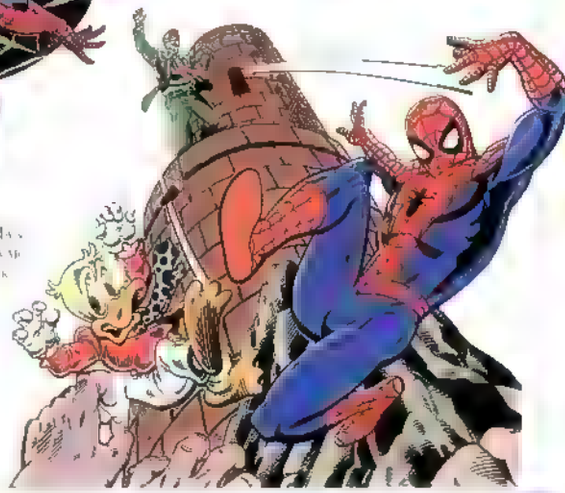


THE AVENGERS
[illegible] however, become a temporary member a few years later.



SPIDER-MAN AND DRACULA

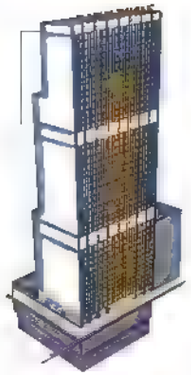
Dracula
Strange situations call for even stranger bedfellows, and Spidey has even found himself working alongside Dracula, the legendary lord of vampires.



SPIDER-MAN AND HOWARD THE DUCK

Here's Howard
On quite a few occasions Spider-Man has run into Howard the Duck, an abrasive and manipulative little creature who comes from an alternate dimension where ducks rule.

DAILY BUGLE

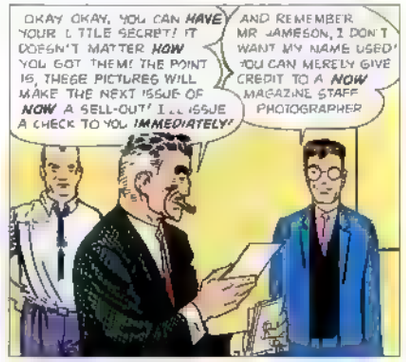


The Daily Bugle is housed in an office building which was formerly called the Goodman Building.

IN LETTERS 30 feet high, the *Daily Bugle* proudly displays its name with a lack of subtlety that can only be matched by the passion of its editorial page and the flamboyance of its publisher, J. Jonah Jameson. The paper itself is a picture-dominated tabloid that goes for the jugular. Its photos are often graphic and shocking, and its stories tend to be sensational and powerful. First published in 1897, this New York newspaper continues to produce several different editions each and every day. The offices of the *Daily Bugle* are currently located on the corner of 39th Street and 2nd Avenue in Manhattan. The building is 46 stories tall, and three of the floors are devoted to the editorial staff of the *Daily Bugle*. Two sub-basement levels house the paper's huge printing presses, and the rest of the building is rented to various other businesses.

J. JONAH JAMESON

He may appear to be a grouchy, self-centered old skinflint on the outside, but peel away his protective layers and you will discover that the real J. Jonah Jameson is even worse! He can be as petty as he is selfish, and as vindictive as he is self-righteous. The man never tires of hearing his own voice, and he'll gladly give you the opinions he thinks you ought to have. Thanks to Jonah's nose for news, the *Daily Bugle* has become one of the city's most profitable newspapers. Aside from providing New Yorkers with juicy scandals and tantalizing gossip, Jameson has also used his newspaper to crusade for the civil rights of various minority groups, to champion the interests of working people, and to lash out against organized crime.



Peter Parker, freelance photographer
J. Jonah Jameson didn't hesitate to buy photos from the teenage Peter Parker, especially since Parker seemed to have a special talent for catching Spider-Man in action. Peter's first pictures appeared in *Now* Magazine, one of Jameson's other publications, but Jonah soon began to feature his work in the *Daily Bugle*. Despite Peter's consistent success in getting photos of Spider-Man, Jonah has never found out the young man's secret.

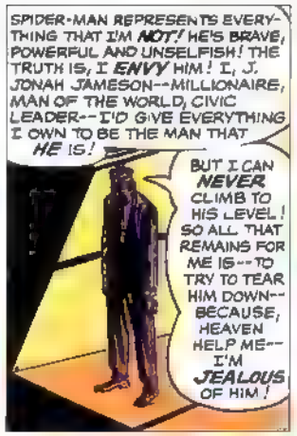
PAPER TIGER
When the Bugle came up for sale Jonah scraped the money together to purchase the then-struggling paper.

A lifelong career
Jonah started working for the *Daily Bugle* as a part-time copy boy while he was still in high school. A story he wrote about a soup kitchen riot convinced an editor to start using him as a reporter. He eventually became the paper's editor-in-chief.

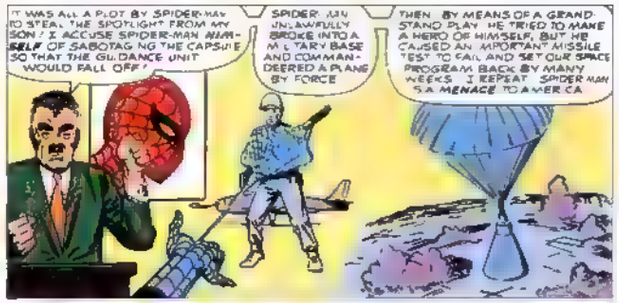
No one knows what Jonah's first initial stands for. Rumor has it that it may be "John" or "Jack."

Ever since his wife died at the hands of a masked gunman, Jameson has hated all criminals.

Jonah's lament
Jameson's first wife was killed by a masked gunman. Now he distrusts anyone who wears a mask, especially Spider-Man. But though he publicly denounces the wall-crawler, Jameson has come to realize that his own motives aren't as pure as he claims.

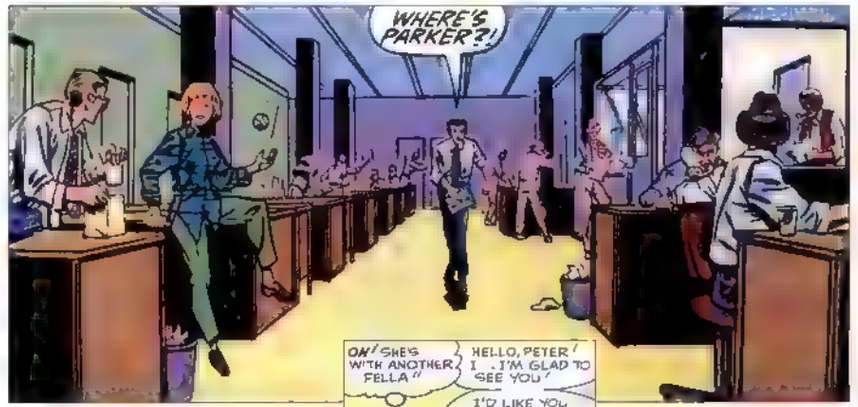


Jonah regularly uses the Bugle to vent his dislike of Spider-Man.

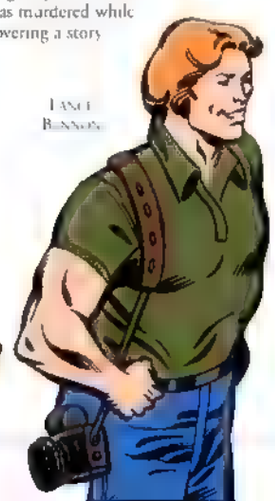


Stealing the spotlight
When Spider-Man first started crime fighting, Jameson believed that he was only trying to publicize his act as a TV entertainer. Jameson became even more outraged when Spider-Man "interfered" with a NASA mission that was being flown by the publisher's own son (*see page 69*). Spider-Man saved Jonah's son, but Jonah still denounced the act as a stunt.

ONLY A FREELANCER
Peter Parker spends so much time at the Daily Bugle's offices that Jameson often threatens to charge him rent! Peter gets a special pleasure out of selling pictures to the Daily Bugle and knowing that J. Jonah Jameson is actually paying Spider-Man.



Lance Bannon
A professional photographer who was very serious about his craft, Lance often competed with Peter for freelance assignments. Though the two photographers began as rivals, they eventually became friends. However, Lance's life was tragically cut short when he was murdered while covering a story.



LANCE BANNON

HEARTBREAK AHEAD
Betty Brant was one of Peter's first girlfriends. A few years older than Peter, she worked at the Daily Bugle as Jameson's secretary. However, a rival for her affections appeared when Ned Leeds arrived on the scene. Betty began to date Ned, hoping to make Peter jealous, but Peter's duties as Spider-Man kept him from pursuing Betty, and she ended up marrying Ned.

Joe always tries to remain objective about Spider-Man, and he goes out of his way to help Parker.

Joe "Robbie" Robertson
Born in Harlem, Joe Robertson is a graduate of the Columbia School of Journalism. Jameson hired Robertson as the city editor on the *Daily Bugle*. In contrast to his boss, Joe is a soft-spoken man who is usually the voice of compassion and reason—he often functions as Jameson's conscience.

JOE "ROBBIE" ROBERTSON

SPIDER-MAN IN THE '60S

SPIDER-MAN was created by writer/editor Stan Lee and artist/co-plotter Steve Ditko. According to comic book legend, Stan first discussed his ideas with artist/creator Jack "King" Kirby. Jack, who had already co-created the Fantastic Four with Stan, designed a character and may have even drawn the first few pages of a story. But Stan thought Jack's version looked too heroic and handsome, and so he turned to Steve Ditko. This collaboration between Stan and Steve produced the version of Peter Parker and Spider-Man that we all know and love today.

Over the course of 38 issues and two giant-sized annuals, Stan and Steve established the tone and laid the foundation for our friendly neighborhood web-slinger. They created enduring characters like Aunt May, J. Jonah Jameson, Flash Thompson, Doctor Octopus, Mysterio, and the Green Goblin. Aside from drawing the stories, Steve's hand can be seen in the intricate plots, the film noir settings, and the intriguing villains that popped into the series. The characterization and dialogue, however, are pure Stan, who has been said to share certain personality traits with Peter Parker, Aunt May, and even J. Jonah Jameson.

After Ditko left the series, the art and co-plotting were turned over to another legendary illustrator. John Romita is one of the most respected draftsmen and storytellers in the comic-book industry. His artwork brought a new elegance to the series, and his plots were more straightforward. With his help, characters such as Mary Jane Watson, the Kingpin, and the Prowler were introduced.

Amazing Spider-Man #39 (August 1966)
Norman Osborn is revealed to be the Green Goblin.
Cover art by John Romita.

Amazing Fantasy #15 (August 1962)
First appearance of Spider-Man.
Cover art by Steve Ditko.

THE SIXTIES

1963

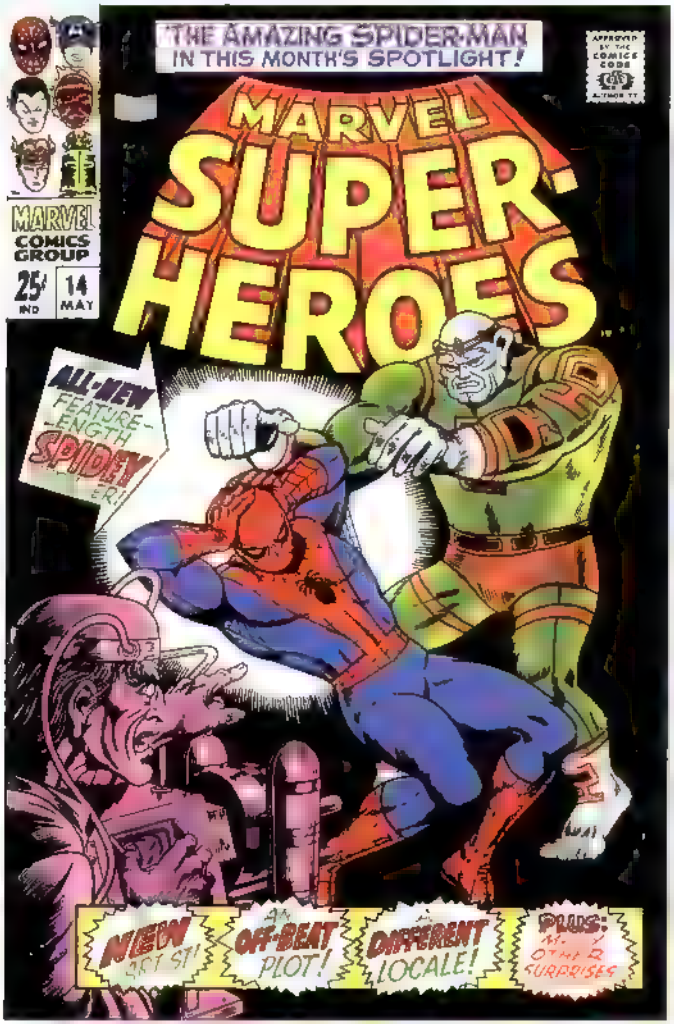
Amazing Spider-Man
#1 (March 1963)
First appearance of JJJ

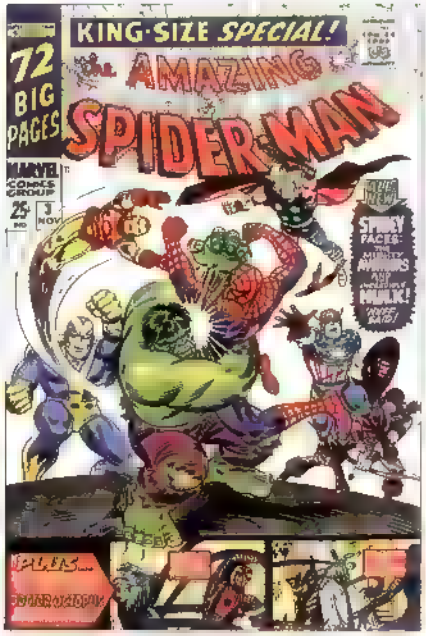
1964

Amazing Spider-Man
#14 (July 1964)
Green Goblin
first appears

1965

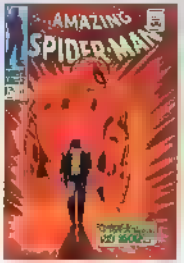
Amazing Spider-Man
#28 (Sept. 1965)
Peter leaves high school





Amazing Spider-Man Annual #5, Nov. 1966
Spider-Man fights the incredible Hulk
Story by Stan Lee, Art by Marie Severin

1967



Amazing Spider-Man
#56, July 1967
The Kingpin appears

1968

Amazing Spider-Man Annual
#5, Nov. 1968
First appearance of Peter's parents

1969

Amazing Spider-Man
#85, Nov. 1969
The Prowler appears

THE CHAMELEON

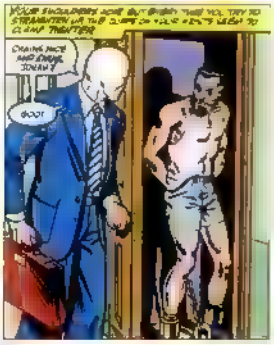
During his career, the Chameleon has impersonated businessmen, government officials, and crime lords for prolonged periods.

THE CHAMELEON has worn thousands of different faces and assumed countless false identities. He speaks dozens of languages, each with the pronunciation and subtlety of a native. He is a master of disguise, a brilliant actor, and a genius at creating lifelike masks. Thanks to years of practice and his own innate talents, the Chameleon can mimic any individual after only a brief observation. He can alter the pitch of his voice, change the cadence of his words, and assume the stance and mannerisms of any person he chooses. His portrayals are so faithful that the Chameleon routinely fools even close friends and family of his target. A former international superspy, the Chameleon now specializes in industrial espionage and various criminal activities.

Born Without Name

The son of an exiled Russian aristocrat and a young servant girl, Dmitri Smerdyakov was never loved as a child. His father hated the sight of him, and his mother considered him an embarrassment. Only Sergei Kravinoff, his older half-brother, displayed grudging love to acknowledge him. Obsessed with pleasing Sergei, Dmitri often put on little shows for him, acting out the various parts. Dmitri also began impersonating his classmates and neighbors, copying their physical idiosyncrasies with uncanny skill. He learned how to use makeup to modify his appearance and eventually began to create realistic facial masks and disguises.

MAN OF MANY TRICKS: As well as his masks, the Chameleon uses many gadgets to foil his foes, as will another, including smoke bomb.



Jonah in chains

After years of specializing in espionage, the Chameleon decided that it was time to turn toward more profitable endeavors. Attempting to displace the Kingpin (*see pages 70–71*), he formed an alliance with Hammerhead (*see page 80*) and they launched a street war against Wilson Fisk. The Chameleon also kidnapped and began to impersonate J. Jonah Jameson (*see pages 34–35*). He planned to use the power of the *Daily Bugle* to publicize Fisk's misdeeds and to force the authorities to mobilize against him. But when Peter's spider-sense began to tingle whenever Jonah was near, Parker suspected treachery. Spider-Man exposed the Chameleon and rescued the vitriolic publisher.

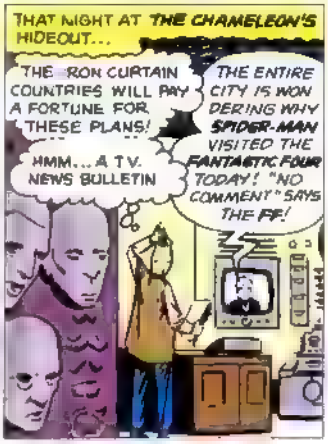
MASKS: The Chameleon's masks are made from a synthetic material that looks and feels like human skin.

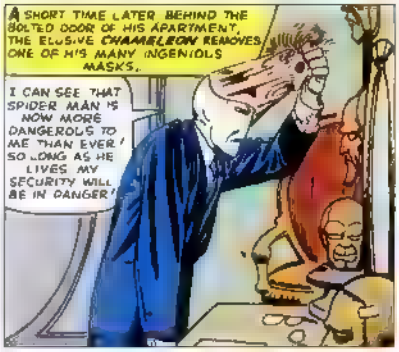
REMOVABLE MASK: The Chameleon's base mask hides his true identity, and it is designed to be worn under masks, can be attached quickly and securely. It also allows his upper mask to exhibit a full range of expression.

The Chameleon has many safe houses located in various locations around the world.

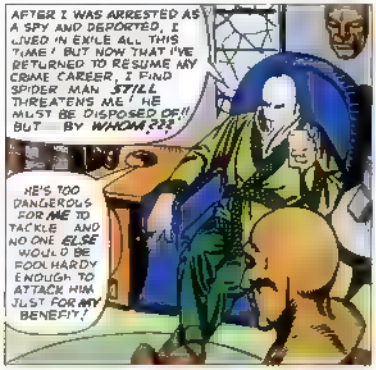
To the highest bidder

The Chameleon now works as an industrial spy, stealing and selling commercial secrets to the highest bidder. When Spider-Man and the Chameleon first met, the former spy had just stolen secret plans and was planning to offer them to Communist countries for an immense profit. Recognizing that Spider-Man was desperate for money and would do anything, the Chameleon realized that the wall-crawler would make a perfect fall guy for the villain's crimes. Sending a message that only Spidey's special senses would detect, the Chameleon lured the unsuspecting Spidey into his trap.



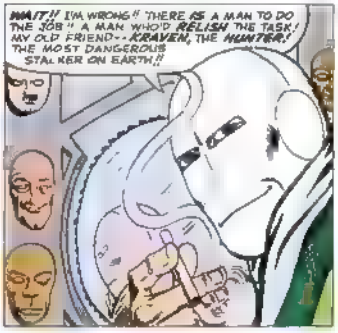


SELF-LOATHING
Raised to hate the sight of his own face, the Chameleon rarely removes his base mask, preferring to keep it on, even in the company of his own half-brother!



First defeat

After luring Spider-Man into his trap, the Chameleon disguised himself as the web-spinner and tried to frame him for theft. But the wall-crawler managed to clear his name by capturing and exposing the Chameleon. Desperate for revenge, Dmitri called on the services of his half-brother Sergei. Now known as Kraven the Hunter (*see pages* 56–57), Sergei joined Dmitri's war against Spider-Man.



STRAINED RELATIONS
Relations between Dmitri and his half brother had never been good. Sergei had been angry about his father's relationship with a servant, which resulted in the birth of Dmitri. Nevertheless, the two criminals decided to form a team against Spider-Man.

Just between brothers

Though he secretly believed that Sergei was selfish and egotistical, the Chameleon had always wanted to be accepted and respected by his half brother. Kraven may have possessed greater strength and prowess, but the Chameleon was constantly trying to prove that he was the deadlier brother. He and Sergei often competed for the honor of killing Spider-Man, and the Chameleon was obsessed with winning this contest.

The Chameleon tells his half brother about his plans to defeat Spider-Man

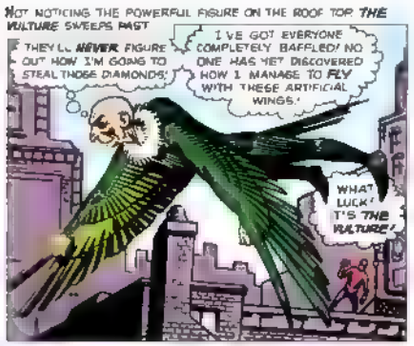
KRAVEN THE HUNTER

THE VULTURE

LIKE HIS namesake, the Vulture is a pitiless predator. This villain, whose real name is Adrian Toomes, preys upon the rich, the powerful, and the unwary. Using an electromagnetic harness of his own invention to fly, he strikes on swift and silent wings. He is a ferocious fighter who attacks without mercy, hunting to feed a ravenous appetite for wealth, power, and revenge.

BETRAYAL AND REVENGE

Adrian Toomes is an engineer and inventor who started an electronics firm with his best friend, Gregory Bestman. With Bestman handling the administrative side of the business, Toomes concentrated solely on his inventions. He dreamed of building an electromagnetically powered body harness that could enable an individual to fly. But Bestman was secretly plotting against Toomes and stealing his share of the profits. Soon, Bestman gained total control of the company and fired the inventor. Yet Toomes continued to work on the harness. Once the device was complete he took his revenge by using it to terrorize his old partner and to steal from his former company. Toomes was intoxicated with the sense of power and freedom, and he decided to pursue a criminal career, calling himself the Vulture. As he gained confidence in his ability to fly, his crimes grew more daring, and he often issued challenges to the police to try to capture him.



First blood

Peter Parker began his career as a freelance photographer after realizing that J. Jonah Jameson would pay big money for an exclusive photo of the Vulture. Peter borrowed Aunt May's camera and started prowling the rooftops as Spider-Man. Spidey managed to snap a few pictures of the Vulture, but was defeated in their first battle. So Peter Parker used his scientific background to make a device that took away the Vulture's ability to fly. Outraged by this public humiliation, the Vulture swore vengeance on Spider-Man.

It's personal

Adrian Toomes once took refuge in a nursing home to hide from the police. There he became good friends with Nathan Dickerson, a man who was dating May Parker at the time. Spider-Man forced Adrian to leave the home when it came to retaliate and announced his close Nathan's death. Months later, Adrian kidnapped May Parker and escaped with her. But Spider-Man was surprised to discover that Adrian did not intend to hurt May. He only wanted to beg her forgiveness for accidentally killing Nathan.

A man reborn!

At one point Toomes was convinced that he was dying from cancer. In an attempt to save his own life, he stole a device called the [illegible] which was designed to transfer the life energy from one [illegible] to another. Choosing Spider-Man as his first victim, the Vulture drained the wall-crawler's vitality, charging himself with Spider-Man's energy. Luckily, the effects were only temporary. Spider-Man regained his strength and defeated Toomes. Even so, the Vulture appears to be stronger than before and his cancer has gone into remission.

BLACKIE DRAGO

Blackie Drago was a career criminal who once shared a prison cell with Adrian Toomes. Pretending to befriend Toomes, Drago secretly betrayed him, just as Toomes' former partner had once done. Drago arranged an accident in the prison machine shop in which Toomes suffered severe injuries. Afraid that he would die before he could get his revenge on Spider-Man, Toomes told Drago where he had hidden his Vulture costume and flying harness. Drago escaped from prison, found the outfit and harness, and became the new Vulture. But he wasn't as skilled as the original, and was soon defeated by Spider-Man. Meanwhile, Toomes managed to recover from his wounds. Challenging Drago to battle, Toomes proved that he was the true Vulture.

DOUBLE TROUBLE
As if one Vulture weren't enough, Spider-Man was forced to battle two of them!

DOCTOR OCTOPUS

AS A young boy, Otto Octavius was a shy and sensitive bookworm. A hardworking student, he didn't seem the type to grow up to become one of the world's most dangerous men. Otto's mother, Mary Lavinia Octavius, had high hopes for her son and didn't want Otto to become a manual laborer like his father. To please her, Otto decided to become a scientist, specializing in the field of nuclear research. His mother was thrilled when Otto graduated from college, since it meant that he would never have to dirty his hands like a common workingman. Otto Octavius threw himself into his career, often working 24 hours a day. He eventually became one of the nation's leading scientists.

PULLING OUT THE STOPS
Otto Octavius developed a mechanical arm that would allow versatile experimentation and advanced materials in relative safety.

Each pincer can grip with enough force to crush a block of concrete.

ARMS AND THE MAN

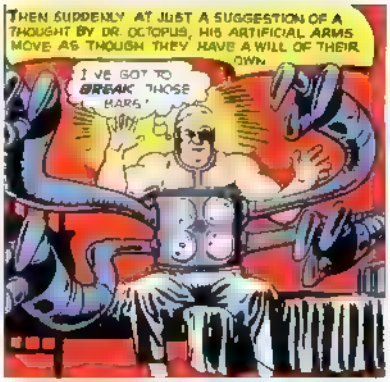
As his fame grew, Otto became arrogant, condescending, and self-absorbed. He invented a special mechanical harness that allowed him to perform dangerous experiments at a distance and also discouraged his coworkers from getting too close. However, during a freak laboratory accident, Otto Octavius was somehow physically and mentally bonded with his mechanical arms—he had been turned into Doctor Octopus. Since then, he has fought Super Heroes such as Daredevil and the Fantastic Four. But Doctor Octopus is particularly obsessed with destroying Spider-Man and believes that he will never know peace until he kills the web-slinger.

He measures about six feet long, has an extension of 25 feet.

Oh, mama! Throughout his childhood, Otto was sheltered and pampered by his mother. However, his father, Torbert Octavius, was frustrated by the boy's inability to stand up for himself.

Driven to distraction

During an argument with her son, Mary Lavinia Octavius died of a heart attack. Otto was racked with guilt and stumbled through the following weeks as if in a daze. It was in this distracted state that he caused an accident at the Atomic Research Center where he worked. Caught in the resulting explosion, his body was exposed to radiation which transformed him into Doctor Octopus.



[illegible]

My enemy, my stepuncle

[illegible] Otto rented a room from May Parker, who never realized that he was a convicted criminal. He was forced to leave, however, after clashes with Spider-Man. Later, Otto learned that May was due to receive a large inheritance, including one of the world's most sophisticated nuclear breeding reactors. With this, Otto could produce his own nuclear arsenal. In order to get his hands on the reactor, Doctor Octopus asked May to marry him.

[illegible]

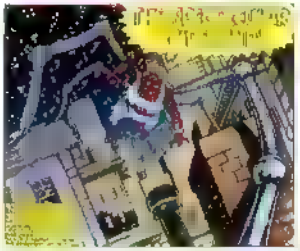
Spider-Man [illegible] Doctor Octopus.

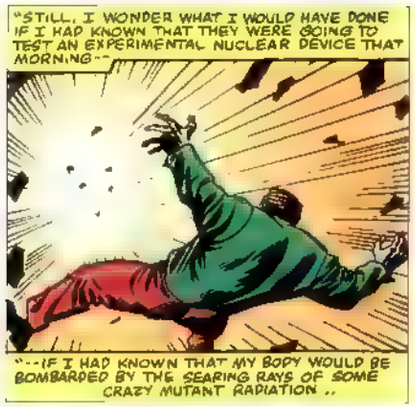
The female Ock

Carolyn Trainer is a brilliant scientist who specializes in [illegible] Otto Octavius [illegible] when Doctor Octopus was [illegible] Carolyn [illegible] Doc Ock [illegible]

Kid Ock

Ollie Osnick also admired Doc Ock. He built his own set of mechanical arms and [illegible] to run up with his hero against Spider-Man. Later, when he was nearly killed by Doctor Octopus, Ollie modified his shackles and began to imitate Spider-Man instead.





THE SANDMAN

POSSESSING THE ability to convert all or part of his body into sand, the Sandman can mold himself into any continuous shape he desires. He can slither across the ground like a huge sand-snake or take on the form of an army tank. The Sandman's mental control over his body is so precise that he can even assume multiple configurations at the same time. His fists can become hammers while his head transforms itself into a rock-hard battering ram. He can disguise himself as a simple mound of sand or slip beneath a door frame as a moving sand stream. He can also fire his sand particles at high speed so that they strike like a shower of hailstones. The Sandman is actually a career criminal whose real name is William Baker.

Not such sweet dreams

Unwittingly caught by the force of a nuclear test blast at the military base, Marko was exposed to high levels of radiation. After the explosion, he discovered that the molecules in his body had somehow become inextricably bonded with the radioactive sand. Baker discovered that his body had taken on the properties of sand—he had become the Sandman!

FLINT MARKO

Baker learned to steal almost before he could walk. He cheated his way through school and things didn't come together for him until he reached high school and discovered football. He played with brutal intensity and excelled at the sport. However, when Baker started taking money from local gamblers to throw important games his coach realized that he was cheating, and Baker was thrown off the team and expelled from school. He found steady work with a local mobster, but since he didn't want his mother to learn about his criminal activities, he called himself Flint Marko. Marko was eventually arrested and imprisoned, but he somehow managed to escape. Hunted by the police, he headed south, where he discovered a seemingly deserted military testing site and figured he could hide there. However, Marko didn't realize that the site had been deliberately abandoned so that the military could test a new nuclear weapon.

In the first Super Hero [illegible] Spider-Man has a spec[illegible]

A Sandman of many talents

Thinking that Baker was just an ordinary criminal, Spider-Man was greatly surprised by the stunts the Sandman could pull when the two first met. Slipping easily out of Spidey's grasp, he turned his [illegible] and [illegible] the wall-crawler's punch and was able to pin Spider-Man to the floor under a torrent [illegible] sand. But Spidey had the last laugh. He tricked the Sandman into dispersing [illegible] and then sucked up the grains [illegible] industrial vacuum cleaner.

Here's mud in your eye

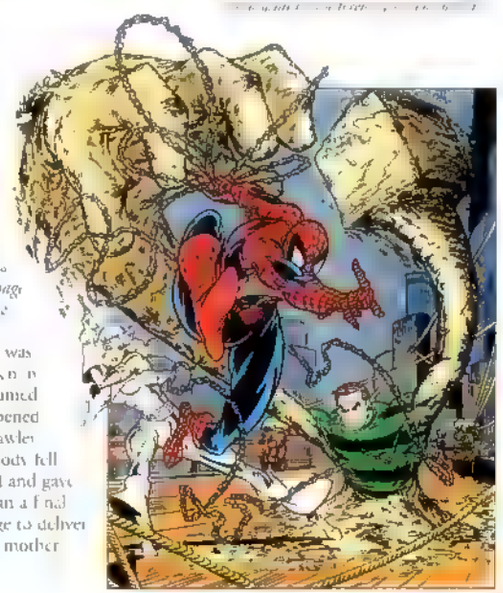
During a battle with Hydro-Man [illegible] *page 106*), the Sandman somehow [illegible] merged [illegible] his watery counterpart to form a giant mud-like monster. Spider-Man defeated this mud monster, and the two criminals were thought to be dead, until the mud separated months later. The Sandman was so traumatized by the experience that he gave up his life of crime.

MIND OVER SAND

[illegible]

Fond farewell?

After turning his back on crime, the Sandman took a job with Silver Sable (*see page 116*) and worked alongside Spider-Man as a team. Then, when the Sandman was poisoned [illegible] (*see page [illegible]*) he blamed Spider-Man for what happened and turned on the wall-crawler. But as the Sandman's body fell apart, he repented and gave Spider-Man a final message to deliver to his mother.



THE LIZARD

DOCTOR CONNORS was a peaceful man who loved his family. He lost his arm while serving as an army surgeon during a war, and, as a result, he gave up surgery and started to study reptiles. Realizing that some reptiles can grow a replacement if they lose a leg or any other appendage, Connors was determined to learn their secret and apply it to humans. After years of painstaking research, Connors believed that he had finally isolated the chemical mechanism that gives reptiles the power to regenerate missing limbs. Ignoring his wife's desperate pleas, Connors used himself as a guinea pig and drank his experimental serum.

Best intentions
The doctor's missing arm grew back within minutes of his drinking the serum, and, for a brief time, Doctor Connors thought that he had revolutionized medicine. But then reptilian green scales started to spread over his body, and he sprouted a lizardlike tail. Like a latter day Jekyll and Hyde, Dr. Curtis Connors became the Lizard!

MAN INTO MONSTER

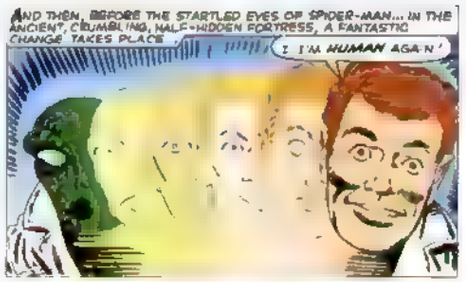
This ill-conceived step turned the mild-mannered doctor into the bloodthirsty villain of the Florida Everglades—the Lizard. Even in his reptilian guise, Connors walks like a man, but he is now a ruthless beast who possesses incredible strength and inhuman powers. As the Lizard, he has only one desire—to cleanse the world of mammals. Every warm-blooded animal, including humans, must be destroyed so that reptiles can resume their place as the planet's rulers.

The Lizard's tail is as lethal [illegible]

[illegible] Billy [illegible]

An army of reptiles!
The Lizard can telepathically control any reptile within a one mile radius. Alligators, lizards, and snakes heed his call and obey his simple commands. On many occasions, he has ordered these creatures to stand guard for him or to attack his enemies.

An antidote!
Employing his scientific expertise, Peter Parker was able to find an antidote to Connors' serum. But the cure proved to be temporary, and Doctor Connors eventually reverted back to the green scaly Super Villain. It required [illegible] of the antidote to make [illegible] again.



MINDLESS MONSTER

[illegible]

QUICK ON HIS FEET

The Lizard's quick reflexes make him [illegible]

[illegible] POWERS

[illegible]

Wall-crawler
The Lizard's hands and feet are covered with scores of tiny claws that create adhesive pads, like those of a gecko. They enable him to scale sheer surfaces.

My friend, my enemy
Over the years, Spider-Man has come to rely on Doctor Connors for scientific help. The [illegible] have become friends, even though extreme stress can cause Connors to transform back into the Lizard. But Spider-Man's efforts are not appreciated by the Lizard. He hates the web-swinger for constantly returning him to human form and for frustrating his war against humanity.

ELECTRO

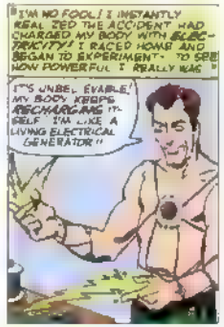
Max was turned into Electro when a bolt of lightning struck him.

A HUMAN dynamo who controls one of the earth's greatest forms of energy, Max Dillon, aka Electro, is the master of electricity. His body is a living generator that instinctively knows when to recharge itself. It can produce almost 1,000 volts of electricity per minute, up to a maximum capacity of 100,000 volts. Once Electro reaches his limit, he stops generating energy until he needs more. But though he wears a flashy costume and wields a power that should make him virtually invincible, Electro has always had a bit of an inferiority complex.

Max couldn't believe that he survived the lightning bolt.

MAX DILLON

Max's family was constantly on the move because his father had trouble keeping a steady job. Jonathan Dillon was an accountant who was cursed with an explosive temper. He blamed his wife and child for his own failings, and he deserted them before Max was nine years old. Once her husband moved out, Anita Dillon focused all her attention on young Max. She told him that he was all she had left, and she became obsessed with keeping him safe from disappointment. When Max informed her that he wanted to be an electrical engineer, she convinced him that he didn't have the intelligence for such a career. In the end, he settled for a job as a lineman with the electric company. One day, Max was struck by lightning while holding a pair of damaged electric lines. The accident somehow turned him into Electro. Buoyed by his new powers, Max decided to take the first real risk of his life. He would try to make his fortune the old-fashioned way—by assuming a costumed identity and stealing it.



Transformation

Raised by an overprotective mother, Max Dillon gained new confidence as well as power on the day a fluke lightning bolt transformed him into Electro. He immediately began to experiment with his new abilities and soon learned that he could discharge blasts of electricity that could be used as weapons.

Since the electricity arcing through his body augments his strength, Electro is able to lift over 150 pounds.

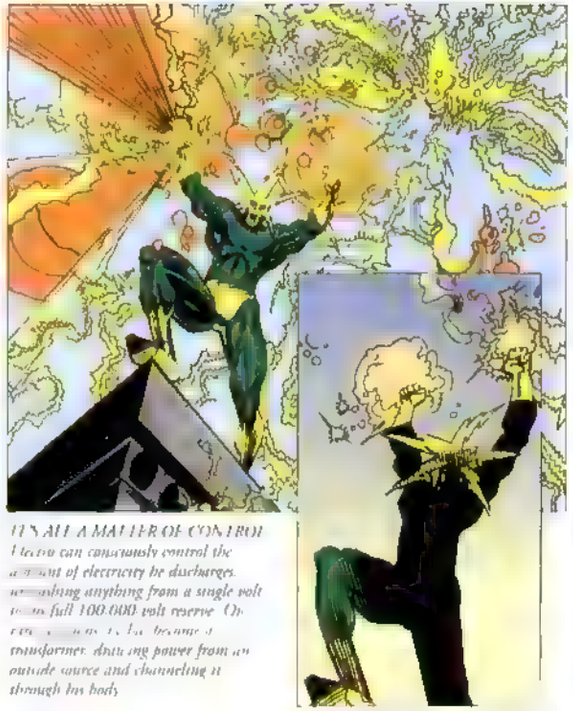
Electrical discharges travel at the speed of lightning, approximately 1,000 feet per second.

He [illegible] wield enough power to black out a city.

Keeping off his toes

The best way to defeat Electro is to stay off the air. His electrostatic blasts can only injure you if you're grounded or if you're in contact with metal.

The maximum effective range of Electro's blasts is approximately 100 feet.



IT'S ALL A MATTER OF CONTROL. Electro can constantly control the amount of electricity he discharges, [illegible] anything from a single volt to his full 100,000 volt reserve. On occasion, [illegible] he becomes a transformer, drawing power from an outside source and channeling it through his body.

Down the drain

Electro once tried to drain all the electrical power out of Manhattan. He attached himself to a special device and began to black out the entire city. The scam ultimately proved too much for him, and he would have died if Spider-Man hadn't disconnected him in time. The massive power surge somehow caused Electro's body to temporarily lose its ability to generate electricity.

However, he finally regained his power by strapping himself into an electric chair and giving himself a near lethal jolt.

Charging up

Electro can employ his energy in many different ways. He can discharge electricity from his fingertips in the form of lightning-like bolts of energy, or he can send an electrical jolt traveling along the ground or through a conductive metal. He is also capable of generating a highly charged electrical field to shield himself from harm. By creating and riding upon a wave of electrical energy, Electro can even propel himself through the air.

A SHOCKING [illegible] When Electro is fully charged, a person [illegible] Spider-Man [illegible] during [illegible]

MYSTERIO

Disguising himself as a [illegible] Mysterio [illegible] Spider-Man that the wall-[illegible] his [illegible]

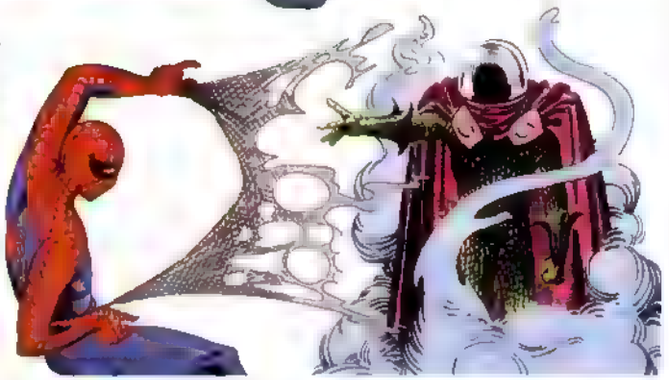
QUENTIN BECK dreamed of making movies ever since he was a child. Armed with a battered old movie camera, Quentin built monsters out of clay, starting them in little stop-action films that each lasted a couple of minutes. While still a teenager, Quentin got a job on a low-budget monster thriller. He moved to Hollywood on the money he made and started to look for work as a stuntman and a special effects designer. Though his career proved fairly successful, Quentin wanted more. He grew tired of working behind the scenes and sought the spotlight as an actor and director. But he didn't have the looks or talent to make it as a star, and he was much too temperamental to be at the helm of a production crew. A casual comment by a friend made him realize that he could attain a different kind of fame by using his talent with special effects to become a Super Hero. And so Mysterio was born!

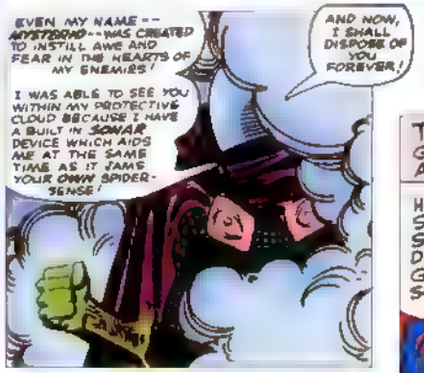
TARGET: SPIDER-MAN

Since the *Daily Bugle* had declared Spider-Man a menace, Mysterio knew that the paper would give him lots of publicity if he could capture Spidey. There was only one problem: Spider-Man hadn't broken the law. So, Mysterio disguised himself as the wall-crawler and convinced the public that Spidey was on a crime spree. Mysterio then challenged the web-head to meet him, and the two fought to a draw. But the web-slinger suspected that Mysterio was behind the crime spree, so he followed and defeated him. With his dreams of being a Super Hero ruined by Spider-Man, Mysterio now uses his skills to gain revenge against the wall-crawler.

Smoke and mirrors

Mysterio's trademark [illegible] smoke released through nozzles hidden within his gloves and boots. Away from [illegible] appearance, Mysterio [illegible] also be armed with various [illegible] distract or deceive his opponents. He [illegible] own powerful [illegible] which can dissolve Spidey's webbing.





SEEING IN THE DARK

Mysterio doesn't need superpowers—he's got gadgets for every! [illegible]

The face of a villain

Lacking the handsome features of a conventional movie star, Mysterio has assumed a number of other identities during the course of his career. He is a master of makeup and disguise who has pretended to be an alien, psychiatrist, a movie producer and the director of a missing [illegible]

THE GREEN GOBLIN

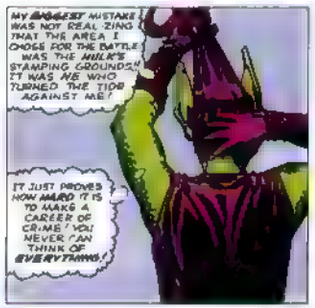
Despite his ridiculous appearance, the Green Goblin became Spider-Man's greatest enemy.

NORMAN OSBORN was just a child when he first became obsessed with acquiring wealth and power. His father was an inventor whose business failed. Claiming that he had been swindled out of his inventions and personal fortune, Amberson Osborn took out his rage on his young son. Norman realized that he couldn't depend on his father for financial security, so he began working after school and saving every cent that he earned. He wouldn't allow himself to become another failure like his father. Norman studied chemistry and electrical engineering in college. He also took a number of courses in business administration. One of his teachers was Professor Mendel Stromm. They became good friends and later formed a business partnership. Since Norman put up the bulk of the financing, they called their company Osborn Chemical.

TROUBLE IN THE LABORATORY

Norman married his college sweetheart and they had a son, Harry, a few years later. Unfortunately, his wife became ill. After she died, Norman buried himself in his work and rarely had time for young Harry. Norman eventually learned that Stromm had embezzled money from their company. He had his partner arrested and assumed complete control of the company. While going through Stromm's notes, Norman learned of a chemical formula that could increase a person's strength and intelligence. Unaware that an angry Harry had switched a few of his chemicals, Norman tried to recreate the experiment. The solution turned green and exploded.

FLYING BROOMSTICK
The Green Goblin originally traveled on a flying broomstick, which he later discarded in favor of a Goblin Glider.



Birth of the Goblin

After he was released from the hospital following the explosion, Norman realized that the formula had worked. He was now stronger and smarter than ever. He did not know that the explosion had also driven him insane. He decided to increase his personal fortune by turning to crime. He hired and outfitted costumed Super Villains like the Scorcher and the Headsman. When these thieves were captured by Spider-Man, Norman decided to take matters into his own hands. He used his company's chemical discoveries to assemble a personal armory and designed a costume for himself. All he needed was the right face to present to the world—he chose the face of the Green Goblin.

The Goblin Glider uses a compact turbine engine.

The glider employs a variety of concussive and incendiary grenades.

The Goblin's boots lock into glider's stirrups and are held in place by electromagnetism.

From empire to obsession

The Green Goblin planned to become the most powerful gang lord of all by uniting all the independent gangs under his leadership. He wanted to establish a reputation by killing Spider-Man. But every time the Goblin ambushed him, Spidey drove him away. With each new defeat, the Green Goblin became more determined. In time, Osborn became totally obsessed with Spidey and directed [illegible] efforts to finding a way to conquer his web-swinging enemy.

FOREVER
Although Spider-Man [illegible] the Green Goblin [illegible] more than a match for [illegible]

FOREVER
Spider-Man [illegible] Norman Osborn [illegible] more [illegible] He [illegible] by [illegible] Spider's experiment.

[illegible] the Green Goblin [illegible] and release hallucinogenic and deep-[illegible] gas.

New lease on life

The Green Goblin learned Spider-Man's secret identity by exposing him to a gas that weakened his spider-sense. However, Spidey knocked the Goblin into a mass of live electrical wires. The resulting shock gave Osborn amnesia, wiping out all memory of the Green Goblin.

The Green Goblin's last stand

The Green Goblin wasn't finished, yet. Norman's evil personality [illegible] urged. He returned to his criminal ways and launched a new attack on Spider-Man. Spidey was at a real disadvantage this time. He now knew that the Green Goblin was his best friend's father, and that Norman couldn't help himself. However, the Green Goblin [illegible] series of events that resulted in the death of someone very close to Spider-Man. In the battle that followed, the Green Goblin was impaled by his own goblin glider and apparently killed by a trap that he had set for Spider-Man.

KRAVEN THE HUNTER

With an encyclopedic knowledge of animals, and a natural predatory instinct, Kraven is described by some as the ultimate hunter.

SERGEI KRAVINOV was born into a family of Russian aristocrats. Forced into exile during the Russian revolution, Sergei's parents eventually settled in the United Kingdom. But life was hard, and as their finances began to dwindle, Sergei's mother fell into a terrible depression. She committed suicide while Sergei was still a young child. Within a year, his father married a former servant girl, and the young Sergei became furious when he learned that his stepmother was pregnant. He accused his father of betraying his mother's memory and made the life of his half-brother Dmitri miserable. Hating his family situation, Sergei ran away. He traveled throughout Europe, Asia, and Africa, stowing away on cargo ships and trains and using his wit and cunning to survive. Eventually, he found work on a safari, where he discovered that he had a natural talent for hunting.

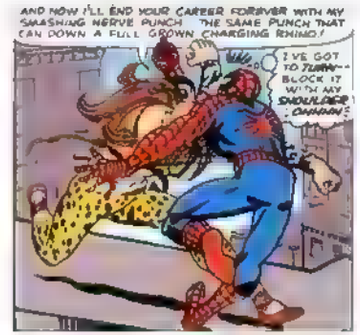
International Celebrity

Over the years, Sergei sharpened his hunting skills and his fame began to spread. A British journalist helped cement his legend by writing articles about the hunter. Not knowing the correct spelling of Sergei's last name, the journalist shortened it to Kraven. During his time in the jungle, Kraven stumbled upon a witch doctor who had created a potion that somehow augmented the hunter's strength and speed. Now Kraven could track and kill jungle animals with ease, and he soon became desperate to find a challenge worthy of his skills. Kraven was then contacted by his half-brother Dmitri, who had also assumed a new name, the Chameleon (*see pages 10–11*). He wanted Kraven's help to fight Spider-Man.

Thanks to the mysterious elixir of the witch doctor, Kraven cannot help but smile.

The many on Kraven's belt are used various herbs, potions, and toxins that could be used against his prey.

Kraven's strength was sufficient to rip a charging grizzly off its back.



The first hunt

The first encounter between Spider-Man and Kraven did not start off well for the wall-crawler. Surprised by Kraven's speed, Spider-Man found his shoulder grabbed by a devastating punch. But with only one arm working properly, Spidey was still able to defeat Kraven. From that day, Kraven swore to defeat Spider-Man and compete in his hunt.

Another encounter between Kraven and a fearsome tiger ensues. While distracting the cat, Kraven ties a nearby snake—of no one knows what death—to a tree.

Employing the venom of snakes, the hunter would [illegible] and [illegible] the prey's [illegible] from [illegible].

The last hunt

Realizing that the best way to beat the spider was to become him, Kraven began his final hunt. He managed to subdue the web-swinger, since he was alive, and then began to impersonate him. In doing so, Kraven was able to "hunt" some of his own personal demons, discovering that he had conquered all of life's challenges. Kraven committed suicide. Since then, Kraven's son Alexei has taken his father's place as the wolf-skin-clad hunter.

SINISTER SIX

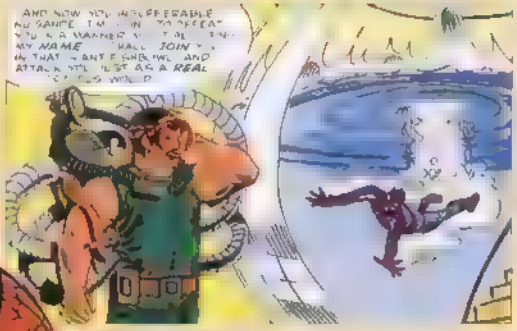
AFTER SUFFERING three defeats at the hands of Spider-Man, Doctor Octopus realized that he needed help against the web-slinger. He got in touch with every superpowered villain who had battled the wall-crawler. In the end, five other super-criminals heeded Ock's call—the Vulture, Electro, Kraven the Hunter, Mysterio, and the Sandman. However, Doctor Octopus recognized that he would never be able to control these Super Villains. They were incapable of working together or functioning as a well-oiled machine. Instead of trying to change this unruly bunch, Doctor Octopus conceived a battle plan that exploited their individual appetites for personal glory. Each member of the Sinister Six would stage a separate battle with Spider-Man at a carefully chosen location. One by one the criminals would fight him until the wall-crawler was finally destroyed.

An unexpected complication

As a lighting six of his most powerful enemies were at bay, though Spider-Man was forced to face them without his superpowers. On the day before their first encounter, Peter Parker was thinking about how he was partly responsible for the death of his uncle. Lost in thought, he accidentally tripped and fell off a rooftop. After the fall, Peter realized that his powers had gone and he prepared to live the rest of his life as a normal teenager.

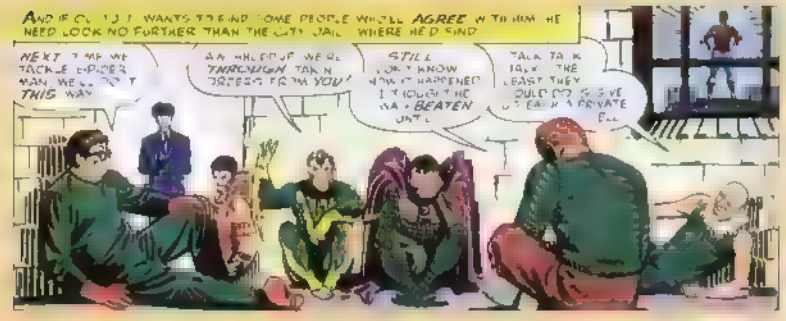
The challenge

Wally Porter returned to life as [illegible] Sinister Six [illegible] Spider-Man [illegible] Marvel [illegible] Volume [illegible] the death [illegible] the newspaper



Rotating membership

When the six were free from jail, [illegible]



THE SCORPION

Under the eager eyes of Jameson, Mac Gargan undergoes the procedures that turned him into a Super Villain

JUST AS real scorpions prey upon spiders, so the Scorpion lives to destroy Spider-Man; and this Super Villain certainly has more than enough power for the job. He is twice as strong as his web-slinging foe, and his reflexes are much quicker. The Scorpion even possesses a massive tail that he uses as a deadly weapon, making him Spider-Man's superior in every way. He should be; after all he was specifically created to crush the wall-crawler. Before he became the Scorpion, MacDonald "Mac" Gargan was a down-and-out private detective. His cheap rates attracted the attention of J. Jonah Jameson (*see pages 34–35*). Jameson wanted to find out how Peter Parker managed to take such great photographs of Spider-Man, so he hired Gargan to shadow Parker. Warned by his spider-sense, however, Peter easily avoided his stalker. Gargan reported his failure, only to discover that Jameson had a new plan.

BUILT TO CONQUER

Jameson had become aware of a scientist named Doctor Farley Stillwell who claimed to have found a way to cause mutations in animals. After seeing examples of his work, Jameson made a deal with Stillwell. He wanted Stillwell to produce a man who was more powerful than Spider-Man. Jameson then offered Gargan $10,000 to participate in the dangerous experiment. Subjected to a series of radiological and chemical treatments, Gargan was given the powers of a scorpion, the natural enemy of the spider.

Pardon my tail

Built over a flexible steel framework, the tail is made up of segments, each equipped with an independent motor and power supply. Though it is a formidable weapon, walking around with a six-foot tail isn't easy, and Gargan spent many hours learning how to coordinate his movements. Now that he's mastered this extra appendage, he can use it either as a bludgeon or as a fifth limb.

A SURPRISING DEFEAT
The Scorpion was the first super-foe that Spider-Man had ever encountered who was actually stronger than he was. Spidey was at the peak of his strength when they first met, but even that wasn't enough to save him from a villain whose only purpose was to defeat the wall-crawler

THE LIFE OF THE ART
Doctor Stillwell designed a special bodysuit for Gargan complete with a mechanical tail. The tail is equipped with a cybernetic link that connects to the base of Gargan's spinal column. He is then able to control it as easily as he controls his arms and legs

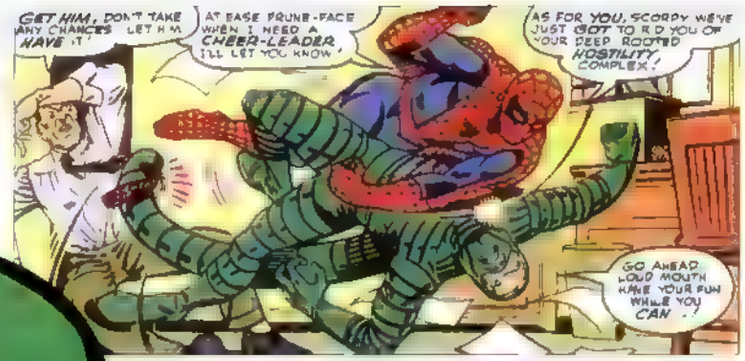
The Scorpion's costume is equipped with powerful pincers on each hand that can rip through Spider-Man's webbing

The Scorpion's leg muscles are so strong that he can easily leap onto the roof of a single-story building

GUILTY CONSCIENCE
Horrified by what he had unleashed, a guilt-ridden Stillwell proposed an antidote to counteract Gargan's powers. However, the repentant scientist was killed before he could [illegible]

Betrayed by Jameson

Learning Jameson's public disgrace, Jameson tried to prevent anyone from learning his connection to the Scorpion. The Scorpion was outraged by this because he grew to hate his former employer. He has made many attempts on Jameson's life. Luckily, Spidey has always been there to stop him.



The Scorpion's pincers can deliver a crushing force at speeds of up to 90 mph

The Scorpion's tail is equipped with powerful pincers on each hand that can rip through Spider-Man's webbing

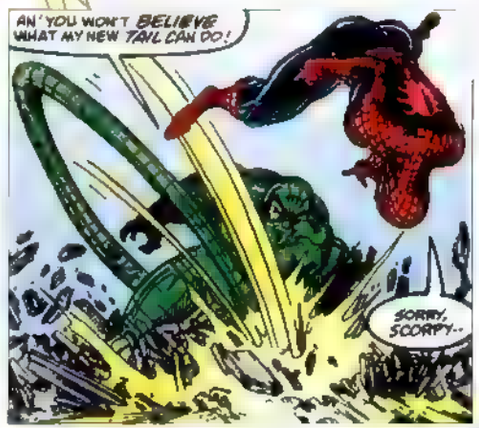
The Scorpion's tail is made of the same mesh and is impervious to small arms fire

Sting in the tail

The Scorpion hired an underworld arms manufacturer to modify his costume so that it can now fire powerful blasts.

Mind over muscle

After he was beaten during their first bout, Spider-Man was forced to accept the fact that he could not trade blows with the Scorpion. The wall-crawler tried to outtank Gargan as well as outfight him. Spider-Man managed to win his first victory by gluing the Scorpion to the floor with webbing. While he was stuck in place, Spidey used his spider sense to dodge the Scorpion's blows while delivering dozens of his own.



SPIDER-SLAYERS

THE FIRST Spider-Slayer was designed and built by Professor Spencer Smythe. Smythe was a mad-mannered inventor who was inspired by Jameson's anti-Spidey editorials in the *Daily Bugle*. Believing that Spider-Man was a menace, Smythe created the first Spider-Slayer robot. Peter Parker decided to get even with Jameson by making money photographing the fight between the robot and Spider-Man, so he convinced the publisher to let Smythe demonstrate his invention. However, Peter soon realized that this was a mistake. The robot possessed incredible fighting capabilities and eventually trapped Spider-Man within its steel cables. Fortunately, the quick thinking wall-crawler managed to break into the robot's control panel and free himself before Jameson and Smythe could arrive on the scene.

NEW MODELS, MORE FAILURES

Smythe, humiliated by his failure, went back to the lab and created a new Spider-Slayer with deadlier weapons and more sophisticated sensors. But Jameson and Smythe had an argument as soon as the publisher realized that this model was designed to kill Spider-Man, rather than capture him. The web-head outwitted the new robot by leading it back to Smythe's lab where he caused it to explode. Obsessed with defeating Spider-Man, Smythe kept building newer and more powerful Spider-Slayers. Smythe was ultimately killed by his own inventions when he was exposed to the radioactive materials needed to power his Spider-Slayers.

The slayers
Over the years, Smythe improved the designs of his Spider-Slayers, like the Mark II seen here (*left*). However, even these Slayers were no match for the wall-crawler. Spidey quickly defeated each one.

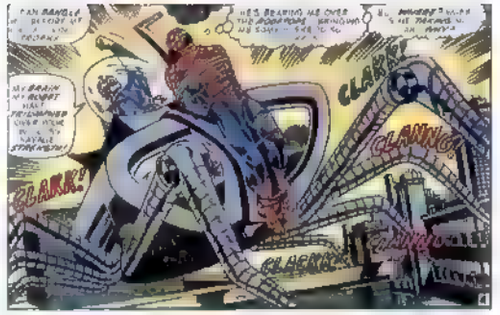
The first Slayer
The first Spider-Slayer was somewhat crude and clunky, yet it was still a formidable threat to Spider-Man.

Spider-Slayer Mark III
Despite Jameson's objections, Smythe managed to convince the publisher to finance the Spider-Slayer Mark III, a robot that could shoot its own artificial webbing.

The Mark III's long legs were designed to climb walls and rooftops.

SPIDER-SLAYER MARK III

Another failure
Spencer Smythe's Spider-Slayer Mark IV was large enough to house a human driver. Faster, stronger, and deadlier than his previous designs, the Mark IV actually managed to capture Spider-Man. But Spidey freed himself and rigged the Mark IV so that it blew up in Smythe's face.



Not a pretty the mistress of the inventor Jameson now is captured.

Death be not proud
Under the pretence of showing Jameson a better design of Spider-Slayer, Smythe kidnapped the publisher and promised to kill him. Smythe had discovered that the radiation he had been exposed to while building the Spider-Slayers was killing him, and he held Jameson responsible.

TO BECOME A SLAYER
Alistair had a number of weapons connected to his spine—he could even fire his own webbing.

The ultimate Spider-Slayer
Alistair's robots were repeatedly defeated by Spider-Man. So, Smythe had his entire body encased within a special bio-organic shell that protected him from harm and boosted his strength to superhuman levels. In an effort to destroy Spidey, he had plastic surgery transformed himself into the ultimate Spider-Slayer. Alistair believed that he was now a match for Spider-Man and attempted to beat him to death. The wall-crawler ultimately survived Smythe's onslaught and finally managed to defeat him.

The heir apparent
After his father's death, Alistair Smythe began to build his own Spider-Slayers, taking a job with the Kingpin (*see pages 70–71*) to finance his first attempt. Discarding the clunky robots once used by his father, Alistair favored much more sophisticated models. He designed his new Spider-Slayers to inspire terror, and equipped them with razor sharp claws, venom coated tails, and pointed fangs.

ALISTAIR SMYTHE

Spidey's spider-sense is one advantage he has over the Spider-Slayers warning him of their approach.

AUTOMATON
Unlike previous robot models, the later robots were designed to resemble a human.

The robot claws are sharp enough to rip through solid steel.

MASTER PLANNER

SPIDER-MAN HAS always felt guilty about the death of his Uncle Ben. If Spidey had acted responsibly, his uncle would still be alive. Since that day, Spider-Man has done everything he can to make up for his failure. When a band of masked criminals started a major crime wave in New York, the web-swinger didn't realize that he was finally going to get an opportunity to atone for his worst mistake. Then Aunt May suddenly became ill. Peter learned that she was dying and that it was his fault. When a serum that could cure his aunt was finally discovered, it was stolen by the masked gang. Spider-Man scoured the city until he found their secret hideout and their leader, the Master Planner.

HIS FINAL CHAPTER
With the water slowly rising around him, an injured Spider-Man was left trapped beneath tons of fallen steel and rubble after beating the Master Planner.

FIRST BATTLE
The Master Planner's men attempted to hijack an armored truck carrying uranium. Using magnetic shoes, they attached themselves to the truck and somehow hurled the wall-crawler from the roof.

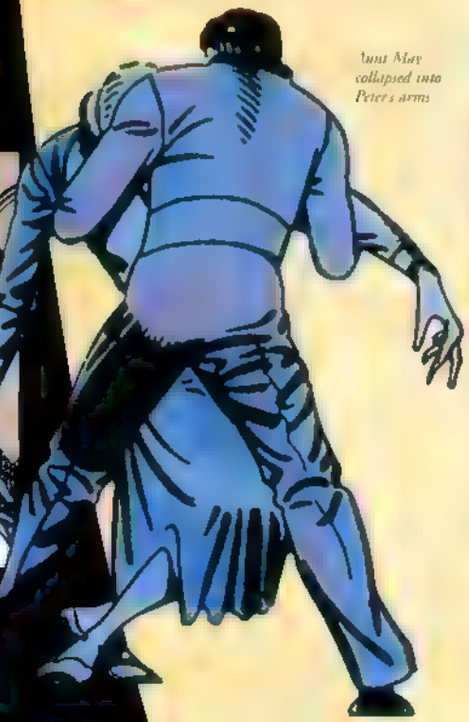
The mystery men

A team of strangely garbed thieves who specialized in stealing atomic powered equipment and radioactive materials had descended upon New York City. Working for the Master Planner, their highly advanced weaponry indicated a well-funded organization. Using a helicopter and split-second timing, they were attempting to steal an experimental atomic device when Spider-Man came upon them. Though the web spinner disabled their getaway vehicle, the crooks still managed to escape with their booty.

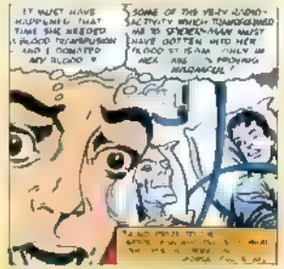
With their perfect timing and advanced weaponry, the Master Planner gang were more than a match for Spidey.

Tragedy strikes

Once home, Peter quickly forgot about the Master Planner and his men. He was about to begin his college career and he couldn't wait. He spent the following day registering for courses and buying textbooks. For a brief time it looked like life was finally smiling on him. But then tragedy struck. Aunt May suddenly grew faint and collapsed. She was taken to the hospital, where Peter learned that her condition was critical.



Aunt May collapsed into Peter's arms.



Tainted blood

Aunt May's health continued to decline. To Peter's horror, the doctors discovered that she was dying because a radioactive particle had somehow entered her bloodstream. Peter realized that this particle must have come from him—only a few months earlier she had needed a transfusion and he had donated blood!

ISO-36

Peter was desperate to save his aunt, so he stole a sample of her blood from the hospital lab, changed into Spider-Man and sought out the one man who could help him, Doctor Curt Connors, the man who had once been the Lizard (*see page 48–49*), was eager to aid Spidey. After many experiments, Connors told the wall-crawler about a serum called ISO-36 that might neutralize the radioactive particle in May's blood. Telling Connors to order this wonder drug, Peter pawned everything he had to get the money to pay for it.

STOLEN
Unfortunately for Peter, the Master Planner wanted to study the highly experimental ISO-36 drug. He ordered his men to intercept the delivery and steal the serum. When Spider-Man learned that the serum had been hijacked, he hurried to the location of the Master Planner's hideout.

UNDERWATER BASE
Spider-Man eventually tracked down the masked gang's base to the bottom of a riverbed.

Ock attack

Spider-Man eventually reached the heart of the secret base and entered a large chamber. But before he could reach the vial of ISO-36, Spider-Man realized that he had crawled into a trap. A blast of electricity jolted him from the ceiling and four metal tentacles caught him before he could hit the ground. The Master Planner had finally revealed his true identity. He was Spider-Man's old enemy Doctor Octopus. During the course of their fierce battle, a main support beam was destroyed, the ceiling collapsed, and Spider-Man found himself pinned beneath a mountain of debris.

The Master Planner was actually Doctor Octopus.

His destiny?

While his aunt lay dying and his friend waited for him to deliver the one serum that could save her, Spider-Man lay under tons of twisted steel. The vial of ISO-36 was just beyond his reach. Added to that, a leak had sprung in the ceiling, and the water level was slowly rising around him. He kept trying to free himself, but it was no use. He couldn't budge the massive weight. But he wouldn't give up! Gritting his teeth against the unbearable strain he forced himself upward. Despite the incredible pain, he kept fighting until he finally managed to lift his enormous burden and free himself.

A happy ending

As Spider-Man recovered the ISO-36, the ceiling crumbled and he was swept through the headquarters. Once the waters calmed, he saw that the Master Planner's men stood between him and the only exit. With a desperate fury, he fought his way through them and eventually delivered the serum to the hospital. It was administered to May Parker, and she showed immediate improvement.

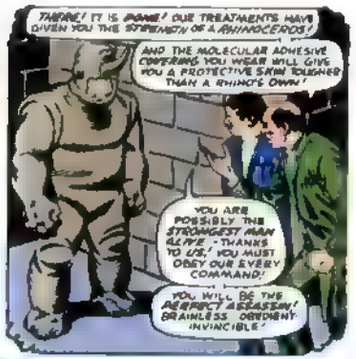
REDEMPTION
Though his uncle died because he failed to act responsibly, Peter came through for his aunt when it counted most.

THE RHINO

AS STRONG as the beast whose name he bears, the Rhino is one of Spider-Man's most powerful enemies. He possesses incredible superhuman strength and has been known to lift objects that weigh as much as 80 tons. He is practically impervious to pain and is also very fast for someone of his size and mass. Thanks to his uncanny endurance, he can run for hours at a time without tiring and can achieve a top speed of nearly 100 mph. Nothing can withstand the charge of the Rhino. Concrete buildings crumble before him, trucks are crushed in his path, and cars are left twisted and broken in his destructive wake.

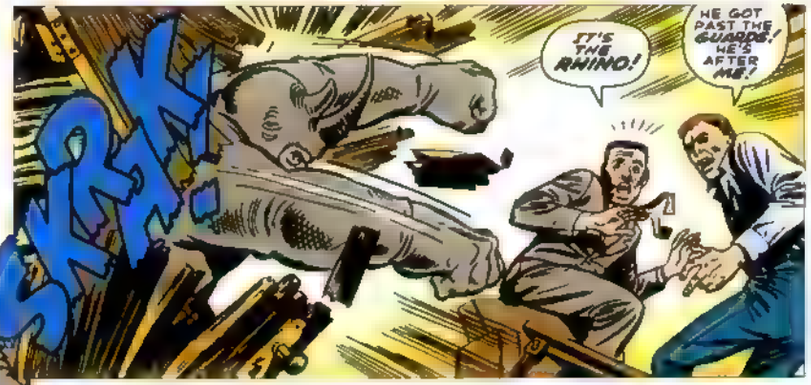
FACELESS TO FORMIDABLE

The Rhino's real name has never been revealed. All that is known about him is that he was a poor Russian immigrant who worked as a small-time muscle man for professional criminals. He acted as a collection agent for the local loan sharks or was hired whenever a heist required heavy lifting. At one point foreign spies approached him and made him an offer he couldn't refuse. They wanted to create an unstoppable, superhuman agent and chose him because of his muscular physique and his lack of intelligence. Since he needed money to bring his mother and relatives to America, he agreed to their requests. For several months he underwent a series of chemical and radiation treatments that gave him his powers and turned him into the Rhino.



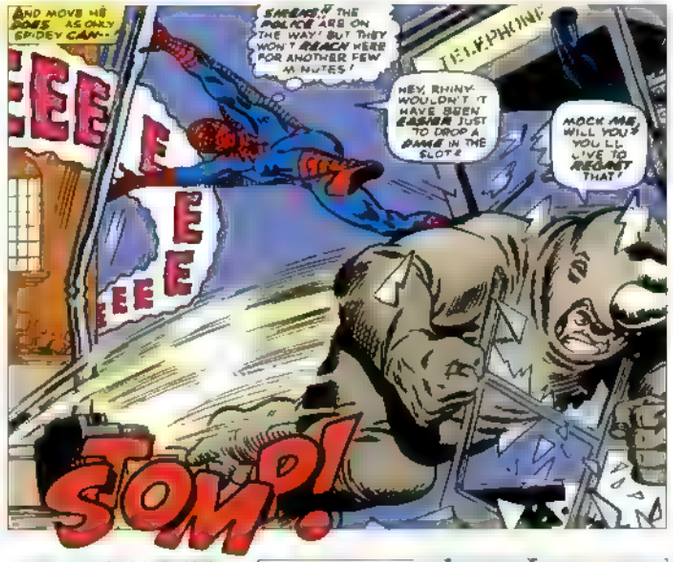
More than a costume

A team of scientists designed and developed the Rhino's special bodysuit to cover his body, which had been blown up by the chemical and radiation treatments. The costume is constructed of layers of polymers and fibers. Like the bodysuit, real life occupational armor is made of tough and high-resistant materials to damage. It is bulletproof and even withstands the explosive impact of an antitank missile!



Target: John Jameson

The Rhino's first assignment was to kidnap John Jameson (see page 69), the son of J. Jonah Jameson. Since John was an astronaut in the United States space program, the Rhino's bosses intended to use him to lure the mighty wrecker Spider-Man. Learning of the Rhino's plan and acting to foil his defense. With his superior speed and agility, Spider-Man dazzled the inexperienced Rhino, who was captured by the police. The Rhino was confined to a prison hospital where he was kept under heavy security while awaiting trial.



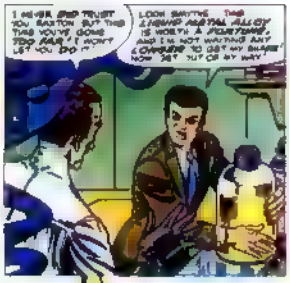
Always a professional

While the Rhino truly hates Spider-Man, he never allows himself to be distracted from completing a mission, since he takes pride in earning a fee. The Rhino is also professional enough to resize his own limitations and he has often sought to ally himself with other powerful villains, including Hydro-Man, Speed Demon, and the Leader.

Exposed

With the aid of Dr. Curtis Connors (see pages 18–19), Spider-Man once devised a special version of his web fluid that contained acid pellets. This unique weaponry melted the Rhino's protective costume and made him far more vulnerable to attack.

THE MOLTEN MAN



GREED RUINED Mark Raxton's life. Raxton was a scientist who couldn't wait to strike it rich. When Professor Spencer Smythe approached him with the idea of creating a liquid metal alloy, Raxton believed his dreams would soon become reality. Raxton couldn't wait to sell the invention, but Smythe thought it needed more testing. The two men argued and began to fight. Raxton lost his balance and the liquid metal spilled all over him. His skin absorbed the alloy, and his body assumed a metallic appearance. Mark Raxton had become the Molten Man.

FATAL MISHAP
As the liquid metal alloy spread over his body, Raxton could feel it seeping into his blood-stream and he immediately feared the worst.

The Molten Man can lift almost 40 ton

Metallic skin covering up from any grasp

Metallic fingers are sensitive enough to pick the lock on a safe

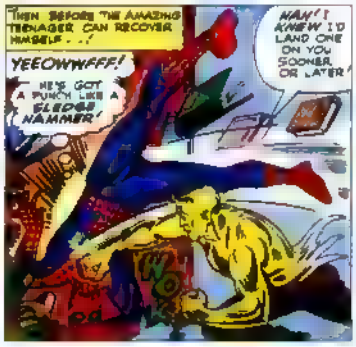
LIVING LARGE

Fearing that he might have accidentally poisoned himself, Raxton raced for the nearest hospital. When he stepped into the middle of the street, an irate driver began to berate him for holding up traffic. Raxton responded by punching the man's car. To his surprise, the steel hood buckled beneath his blow. That's when Raxton realized that the accident had given him super-strength. He now possessed enough power to take whatever he wanted.

The only one who stood in his way was Spider-Man. During their first battle, Spidey was shocked to discover that his webbing couldn't stick to the Molten Man's metallic skin. But Spidey was able to whip up a rope of extra-thick webbing, and managed to hog-tie the Molten Man.

Super-strength
With superhuman strength, and fists more powerful than sledgehammers, the Molten Man was more than a match for Spider-Man. But Mark Raxton wasn't a typical mindless thug. He was an educated man whose brain was trained in the scientific method. Each time he battled the web-head, the Molten Man learned from past mistakes. He discovered many new ways of using his powers.

Molten power
In his molten state, Raxton can burn anyone who touches him. He can also melt his way through solid steel walls. The Molten Man's skin is so tough that it renders him impervious to pain, and bullets just bounce off him.



A new lease on life
Like the Black Cat and the Prowler, the Molten Man has retired from crime. Raxton became reconciled with his stepsister, Liz Allen, after realizing that she was the only one who had never abandoned him. He even began working for his brother-in-law and helped Liz run Osborn Industries after Harry Osborn's death. His relationship with Spider-Man has changed. They have become friends and occasional allies.

JOHN JAMESON

NOT EVERY Jameson hates Spider-Man. J. Jonah Jameson's son John is one of the web-head's biggest supporters. John was a NASA astronaut when he first met Spidey. On a space mission, he contracted an unknown virus that temporarily gave him superhuman strength. At his father's urging, John attempted to capture Spidey. But the wall-crawler managed to nullify the virus and make his escape.

Space cadet
One of the youngest members of the NASA space program, John Jameson ran into trouble during his first mission. When Spider-Man saved John from certain death, J. Jonah Jameson assumed that it was a publicity stunt, [illegible] and wrote an editorial denouncing the web-head.

THE WEREWOLF'S CURSE

John Jameson made a pendant of a gem he brought back from the Moon. Later, he wore it on the first night of the full moon, and it transformed him into Man-Wolf. Jonah was shocked to discover that this monster was his son. With the help of Dr. Curt Connors, Spider-Man cured John Jameson of this curse.

Mindless beast
As the Man-Wolf, John Jameson acted as if he were a real wolf. He had no memory of his actions when he returned to his human form. After he was cured, Jameson left NASA and took a job as chief of security at Ravencroft, a maximum-security institution for the criminally insane, where he met and dated Dr. Ashley Kafka, a psychologist, but the couple have since split.

Although Fisk enjoys crushing an enemy in hand to hand combat, he usually delivers his orders through layers of subordinates. This way the police can never prove that he is responsible for any crime

KINGPIN

WILSON FISK came from a poor family, and was a chubby and unpopular child. To protect himself from bullies, he started to train himself in various forms of bodybuilding and personal combat. As his physical strength increased, Fisk realized that he could use it to intimidate the bullies who once threatened him. He quickly organized them into a gang and began to pursue a career in crime. Eventually he came to the attention of Don Rigoletto, a major New York gang lord. Fisk became Don Rigoletto's bodyguard and his most trusted confidant. But when a major rift occurred in Don Rigoletto's mob, Fisk killed his boss, assumed control, and started to build his own criminal empire.

Fall and Rise

Taking the name Kingpin, Fisk ruled the criminal underworld like a medieval warlord. But his position did not make him invincible. At the height of his powers, two organizations joined forces to undermine the Kingpin. The Maggia, an international crime syndicate, and Hydra, a worldwide subversive organization dedicated to global domination, succeeded in destroying Fisk's criminal empire. Barely escaping with his life, Fisk fled to Japan where he used his legitimate spice business to rebuild his wealth. He then proceeded to strike back, undermining the Maggia and inciting gang wars. These created a power vacuum in the underworld that Fisk could step in to fill.

Tough customer
Years of bodybuilding and training have turned Fisk into an expert in sumo wrestling and other martial arts. However, he is not above using a few weapons of his own when confronted by a difficult adversary. His personal arsenal includes a walking cane that fires a miniature laser beam as well as a concentrated spray of sleeping gas. He occasionally wears a diamond stickpin that also fires sleeping gas.

Vanessa Fisk

Posing as a legitimate businessman, the Kingpin became a prominent member of New York society. He met and married the beautiful Vanessa, who was unaware of his criminal activities. Once she discovered the source of her husband's income, Vanessa insisted that he abandon his life of crime. Desperate to please her, he pretended to go straight, but she soon realized that he was lying to her. She gave Fisk an ultimatum, and he reluctantly agreed to retire from crime in order to save his marriage. The two moved to Japan until a gang war in the US forced Fisk to return and reassume the leadership of his organization.

Spider-Man no more

Frustrated in his attempts to live a normal life, Peter Parker temporarily gave up being Spider-Man and tossed his costume in a nearby trash can. With Spider-Man out of the picture, the Kingpin saw a prime opportunity to cement his control over the New York mobs, and he launched a major crime spree. Peter Parker tried to ignore the crime wave until he stumbled upon a mugging and sprang into action to save an old man who reminded him of his Uncle Ben (*see pages 12–13*). Realizing that he could no longer shirk his responsibilities, Spider-Man came out of retirement to crush the Kingpin's plans.

WHO IS HE?
When the Kingpin finally confronted his massive rival, the Schemer revealed his true identity...

TRUE IDENTITY
The Schemer proved to be none other than Fisk's own son!

The Schemer

When the Kingpin was temporarily driven into hiding by Spider-Man, a new crime lord appeared on the scene. Calling himself the Schemer, he attempted to take Fisk's place as the new king of crime. He used guerrillalike tactics, raiding the Kingpin's gambling parlors and ruthlessly attacking anyone who remained loyal to Fisk. The Kingpin declared war on the Schemer, and Spider-Man was soon caught between the warring mobsters. The Kingpin was shocked when he discovered that his new enemy was actually the beloved son who he had believed was dead.

Son of the mobster

The only son of Wilson and Vanessa, Richard Fisk grew up believing his father was a good and honest man. It wasn't until Richard reached college that he realized his father was more than he appeared. After his graduation, Richard informed his parents that he intended to travel through Europe. A few months later they received word that Richard, upset by his father's activities, had apparently died in a skiing accident.

THE ROSE
One of the Kingpin's underlings, the Rose serves in middle management in Fisk's organization. He specializes in gambling and injecting. Fisk's son took on the role of the first Rose, and others have since adopted this masked identity.

THE PROWLER

[illegible] Prowler identity to [illegible]

STUCK IN a dead-end job as a window washer, Hobie Brown felt like life was passing him by. Everything good seemed to happen to other people. Hobie really wanted to be an inventor, but he was afraid to take a chance. His girlfriend, Mindy, convinced him to stop feeling sorry for himself, so Hobie designed some new safety devices and took them to his boss. But his boss had no interest in funding the inventions. Realizing that he had to move on, Hobie quit his job and began to modify some of his equipment. He transformed a gadget that was originally designed to spray cleaning fluid into a device that fired gas pellets and small explosives. He converted special gloves into steel-tipped gauntlets, and fabricated a mask, costume, and cape. Hobie had decided to embark on a new career. He had become the Prowler.

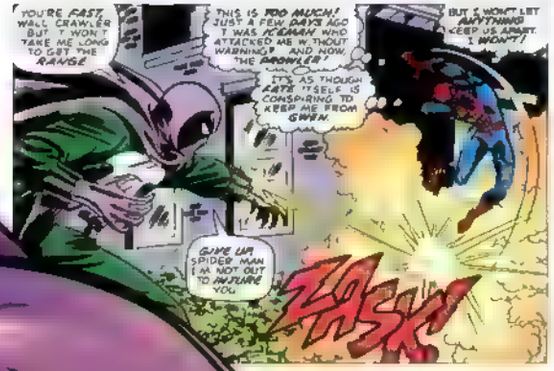
A Slight Miscalculation

As he put the finishing touches on his new costumed identity, Hobie was torn by indecision. Would the Prowler be a hero or a villain? Since Hobie was anxious to be noticed, he chose to be both. He planned to steal as the Prowler, and later play the hero by returning the stolen goods as Hobie Brown. He hoped the resulting publicity would make him famous and attract investors for his inventions. Unfortunately, Hobie's plan didn't include Spider-Man. The Prowler managed to fight the wall-crawler to a standstill during their first encounter, but Spidey easily overpowered Hobie during their next fight. Upon hearing Hobie's story, Spider-Man took pity on him and let him go free. The Prowler and Spidey have been friends ever since.

TARGET: THE DAILY BUGLE
In his first target, the Prowler chose to rob the Daily Bugle [illegible]

[illegible] absorbent foam rubber and compressed air to cushion him when he makes a fall [illegible]

[illegible] hand combat and possesses a green belt in tae kwon do.



[illegible]

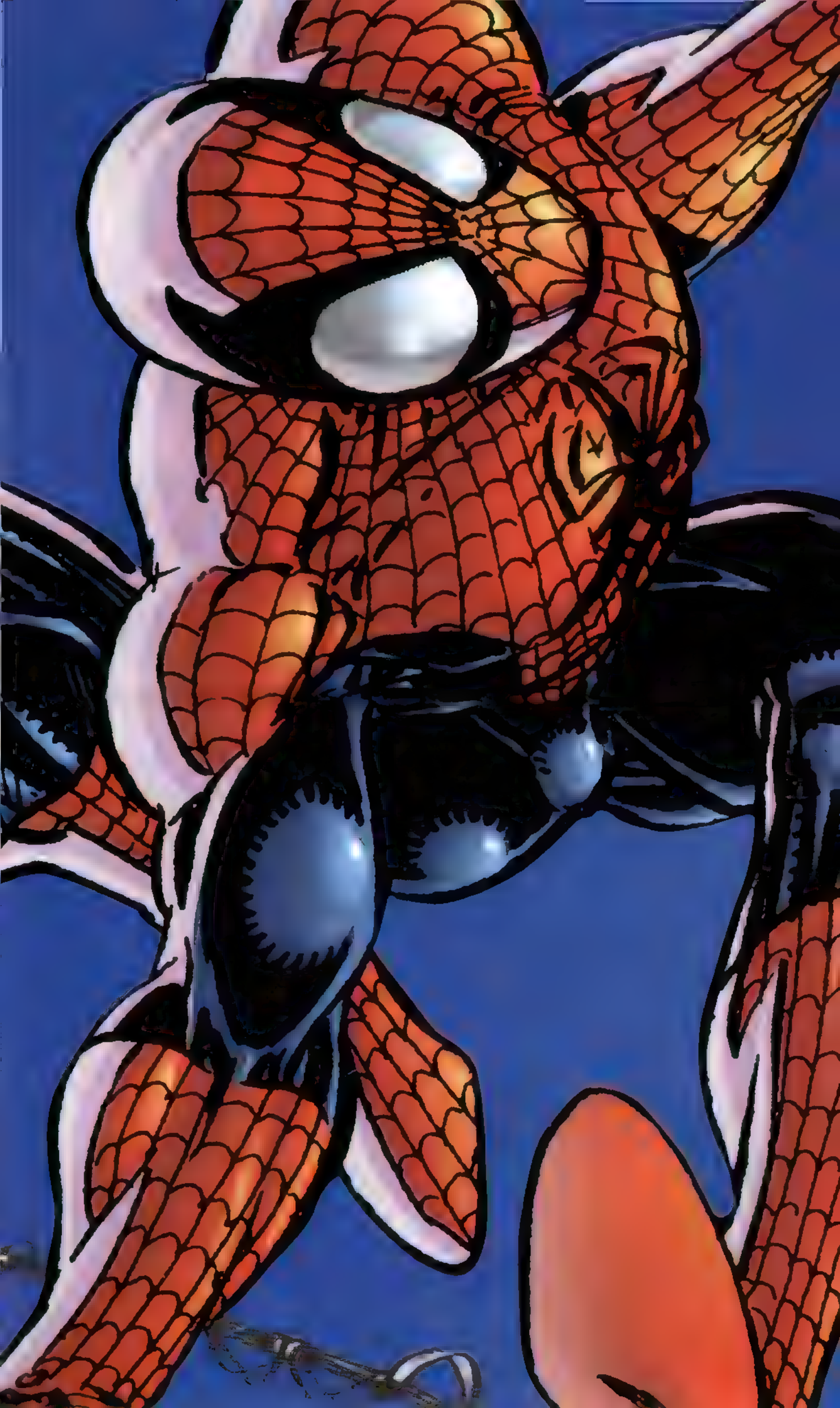
[illegible]

Fighting boots
Among the Prowler's useful gadgets are his boots, which are equipped with pressure cartridges. These cartridges can shoot blasts of tear gas, mace, or compressed air at an unwitting attacker.

All in the wrist
The Prowler's wrist holsters fire steel darts, magnesium flares, small explosives, mace, hallucinogenic herbs, or various forms of gas.

[illegible]

A friend in need
Though Hobie has never earned Spider-Man's true identity, he once saved it. While Peter Parker was delirious with fever, he revealed his secret to his friends. As soon as he recovered, Peter realized that only one person could help him, and disguising himself, he asked Hobie for a favor. Later that day, Hobie unsuspectingly as Spider-Man while Peter was with his friends.



SPIDER-MAN IN THE '70S

STAN LEE and John Romita began the 1970s with a bang, by killing off a major supporting character, Captain George Stacy. Not content with stopping there, Stan Lee wanted to write a story that warned of the dangers of illicit drugs. Unfortunately, the America Comics Code Authority forbid any mention of drug abuse, so Stan was forced to remove the Code's Seal of Approval from *Amazing Spider-Man* #96 and 97.

Roy Thomas, who would later succeed Stan as Marvel's editor-in-chief, briefly filled in as the writer for *Amazing Spider-Man* and introduced Morbius, the living vampire. Comic-book legends such as John Buscema and Gil Kane began to help with the art chores. Gerry Conway was ultimately given the writing assignment and is responsible for one of the most controversial comic-book stories of all time—the death of Gwen Stacy. He was eventually joined by artist Ross Andru. Characters such as Hammerhead, the Man-Wolf, the Punisher, and the Jackal made their first appearance during Gerry's memorable run.

Amazing Spider-Man #86 (July 1970)
[illegible] appearance of the Black Widow
(Cover art by John Romita)

Amazing Spider-Man #100 (Sept. 1971)
Peter tried to convince [illegible] politics and gives four exciting [illegible]
Cover art by John Romita with Frank Giacoia

As Spider-Man's popularity increased, Marvel introduced more titles devoted to the web-head, including *Giant Size Super-Heroes* and *Peter Parker, The Spectacular Spider-Man*. A growing army of creators was needed to produce all this material. It included writers Archie Goodwin, Chris Claremont, Bill Mantlo, Len Wein, and Marv Wolfman, and artists such as John Byrne, Sal Buscema, and Jim Mooney.

THE SEVENTIES

1971

Amazing Spider-Man #95 (April 1971)
Spidey goes to London

1972

Marvel Team-Up #1 (March 1972)
First in a new series

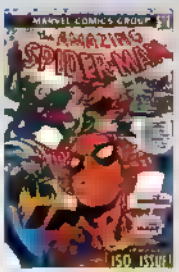
1974

Amazing Spider-Man #1[illegible] (Feb. 1974)
Debut of the Punisher

Amazing Spider-Man #185 (Oct. 1978)
Peter Parker's graduation from college
Cover art by John Romita and Sal Buscema

Amazing Spider-Man #121 (June 1973)
Dedicated to Gwen Stacy
Cover art by John Romita

1975



Amazing Spider-Man
#150 (Nov. 1975)
Spectacular 50th issue

1976

Peter Parker, The Spectacular
Spider-Man #1 (Dec. 1976)
First ongoing series

1979

Amazing Spider-Man #196
(Sept. 1979)
Peter believes Aunt May is dead

MORBIUS

MORBIUS HAS been cursed to a life of stomach-churning horror. He thirsts for human blood and will die unless his monstrous appetite is satisfied. Before he acquired the characteristics of a vampire, Doctor Michael Morbius was a Nobel Prize-winning biochemist from a small European country. He learned that he was dying from a rare disease that was consuming his blood cells. With the aid of his friend Emil Nikos, he attempted to find a cure. Together, they produced an experimental formula derived from the DNA of vampire bats. They also tried to stimulate the creation of more blood cells in Morbius' system by subjecting him to electrical shock treatments. The process saved his life, but at a terrible cost.

Unexpected Side Effects

The electric shock treatments somehow caused the bat formula to mutate within the body of Dr. Michael Morbius. The quiet and unassuming scientist was suddenly transformed into a creature that resembled a supernatural vampire. His skin lost all color, assuming a deathly white tint, his teeth grew into scalpel-sharp fangs, and he now had an animalistic and uncontrollable lust for human blood. He also possessed superhuman strength. Unable to control himself, Morbius attacked and killed his friend Nikos. As he was about to feed on him, Morbius was suddenly horrified by what he had become. He ran from the dead body, and has been running ever since.

A cure at any price?
Desperate to find a cure for his blood disease, Morbius was willing to take any risk or pay any price. But the process transformed him and doomed him to a life of never ending horror.

Morbius has a strong aversion to direct sunlight.

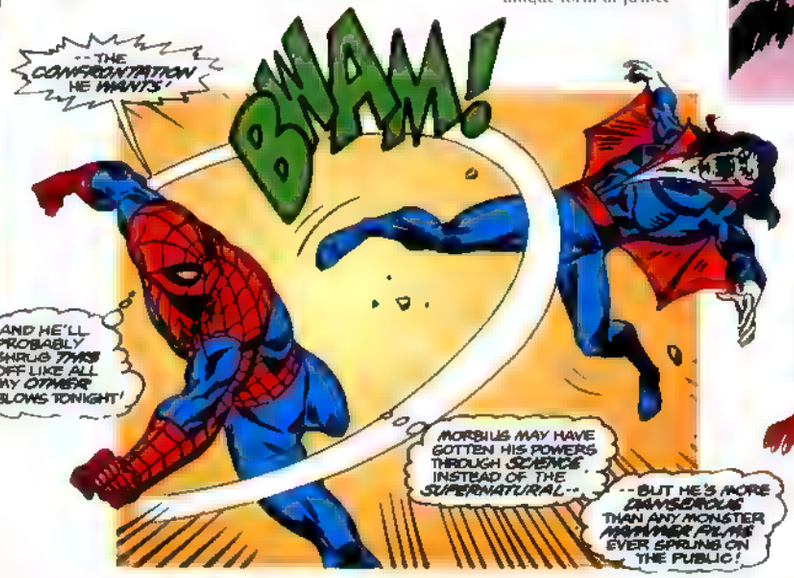
His shadow projection on the arms of his costume allows Morbius to glide on strong air currents.

Morbius can transform his hands into vampire bat like wings.

TORMENT
Morbius has been torn by a desire desire to end his nightmarish existence and his hunger for life. He has tried to commit suicide on many occasions, but he cannot.

Morbius must ingest from a bag to survive. He drinks it to replenish the blood cells he has been consuming by his hunger.

Vigilante vampire
Realizing that he might never be free of his bloodlust, Morbius attempted to use his power to help people. Instead of choosing his victims at random, he chooses to protect the innocent and only feed on the guilty. He stalks street predators, murderers, and other monsters, dispensing his unique form of justice.



BLOOD RUN!
Aside from Spider-Man, Morbius has also battled the Human Torch, the mummy, X-Men, the Lizard, and the Man-Wolf.

Blood thirst
Morbius and Spider-Man have both fought together and worked as a team. On one occasion, Morbius even aided Spider-Man against Carnage. However, Morbius cannot escape his thirst, and he still hungers for the web-swinger's radioactive blood.

NEVER FORGET!
Though we truly sympathize with the tormented scientist, Spider-Man never forgets that Morbius is a monster who feeds on human blood.

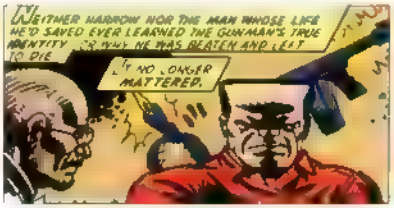
BLEEDER
Though they have had many brutal encounters, the wall-crawler has kept trying to find a cure for the pseudo vampire. Morbius eventually became convinced that Spider-Man's arachnoid blood might be alive in his veins and has often tried to feast on the web-head.

Pawn of Hydra
Obsessed with obtaining some of Spidey's blood to try to cure him, Morbius stopped at nothing to lure out the wall-crawler. He even kidnapped some of Peter's friends, such as Gloria Grant. Morbius also turned to other sources for help. One of these, Dr. Andrea Janson, turned out to be working for Hydra, a terrorist organization. They used Morbius to create a race of vampires and sent them to infiltrate the Kingpin's mob. Spider-Man and the vampire hunter Blade managed to destroy them, but Morbius escaped in the resulting confusion.

HAMMERHEAD

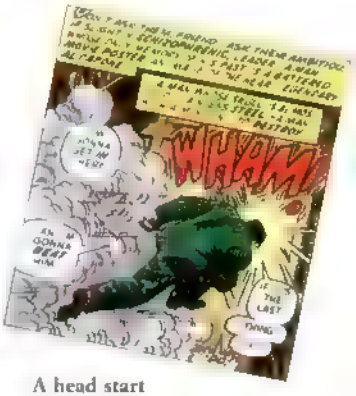
From image to reality
The last thing the gunman saw before passing out was a poster for a movie called *The Al Capone Mob*. This image had such an influence on the criminal that when he recovered Hammerhead became obsessed with the gangster period.

IN SO many ways, Hammerhead is a throwback to the gangster movies of the 1920s. He favors clothing and weaponry that are more suited to that period than today. However, beneath his outmoded exterior lurks a criminal mastermind. Hammerhead's real name is unknown even to him. Many years ago, Dr. Jonas Harrow, a surgeon who had lost his medical license for conducting illegal experiments, found a dying gunman in a New York City back alley. Seeing an opportunity to save a man's life and redeem his own reputation, Harrow operated on the gunman, replacing much of his shattered skull with a special steel alloy. In doing so, Harrow transformed the unnamed thug into Hammerhead.



GANG WAR

Spider-Man first came across Hammerhead when the villain started a gang war with the criminal organization led by Doctor Octopus (*see pages 44–45*). The wall-crawler managed to stop the war before any innocent people were hurt. But still Hammerhead has returned on many occasions. Aside from Spider-Man and Doctor Octopus, Hammerhead has also warred with Norman Osborn, Silvermane and the Kingpin (*see pages [illegible]*). He once attempted a takeover of the New York branch of the Maggia, an international criminal organization, but a crime lord known as Don Fortunato defeated him and forced him to swear allegiance. It is very probable, however, that Hammerhead is already plotting to overthrow his boss.



A head start
Thanks to his steel-plated skull Hammerhead can easily flatten enemies, smash through walls and even withstand a spider-powered punch.

SILVERMANE

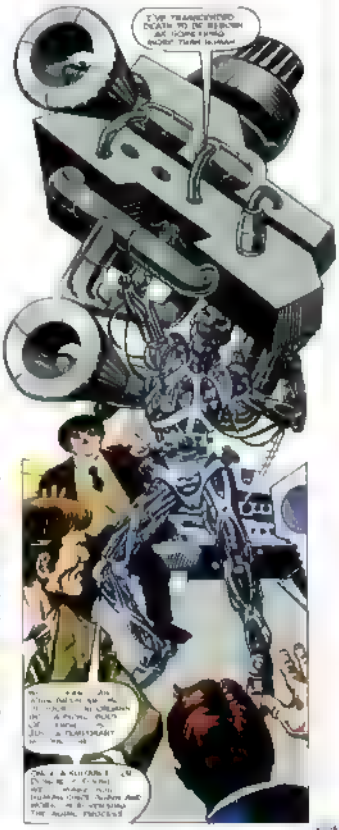
THE QUEST
Silvermane had never stopped at murder, and his rival death was deemed preferable to locating an ancient formula that he believed would rejuvenate him

NICKNAMED "SILVERMANE," because his hair turned gray while he was still in his forties, the elderly Silvio Manfredi has been a professional criminal for most of his life. By the time he was a teenager, Silvio had already joined the crime syndicate known as the Maggia. Using cunning and ruthlessness, Silvio rose through the ranks until he became head of his own crime family. He eventually branched out and formed an alliance with Hydra, a worldwide organization dedicated to global domination. Using his new contacts, Silvermane formed an international crime ring that was devoted to the manufacturing and trafficking of drugs

THE REWARD
To Silvermane's surprise, the ancient formula worked, giving him back his youth for a brief period

THE FOUNTAIN OF YOUTH

As Silvermane grew older he became obsessed with finding the secret to immortality. He eventually learned of an ancient stone tablet inscribed with a formula that could allegedly restore his youth. Once he obtained the tablet, he kidnapped Dr. Curt Connors (see pages 18–19) and forced him to prepare the serum. Spider-Man learned of Silvermane's plan and rescued Connors, but couldn't prevent the ancient crime lord from drinking the potion and regaining some of his lost vitality. The effects eventually wore off, and Silvermane reverted to his original age.



A new lease on life

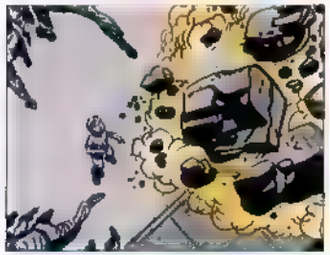
The vigilantes called Cloak and Dagger (see pages 164–165) despised Silvermane for his organization's role in their creation, and they tried to assassinate him. But his life was saved when his brain was transplanted into a robotic body. Silvermane is now an android who possesses amazing powers, including the ability to shoot his powerful weapon. He was behind the criminal alliance that underwrote the Kingpin (see pages 70–71)

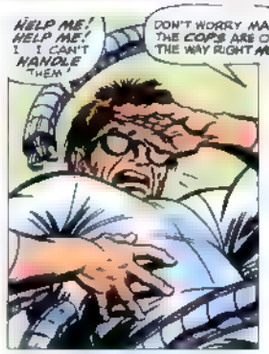
DEATH OF THE STACYS

GWEN STACY was the first woman who truly captured the heart of Peter Parker. He fell deeply in love with her and was convinced that they would spend the rest of their lives together. Gwen lived with her widowed father, George Stacy, a retired New York City police captain. He liked Peter and approved of the relationship. George also seemed to have a grudging respect for Spider-Man, and he wanted to learn more about the masked crime fighter. He and his good friend Joe Robertson often met to discuss the wall-crawler, in an attempt to uncover Spider-Man's secret identity. Meanwhile, Peter and Gwen continued to grow close, but tragedy was on the horizon.

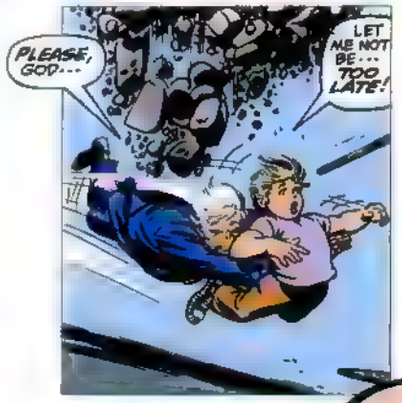
THE FATAL FLUID

The return of Doctor Octopus to New York pushed Spider-Man to the limit. Somehow, the Doc had become more powerful than ever. But Spidey had one more trick up his sleeve. The wall-crawler managed to corner Doctor Octopus on a rooftop, while on the street below, George Stacy arrived in time to watch as the two started to battle. During the course of their fight, Spider-Man sprayed Ock with a special web-fluid. The metal tentacles immediately went wild, knocking over a nearby chimney. As Spider-Man grappled with Doctor Octopus, George Stacy saw that a small boy was about to be hit by the falling debris. Without thinking of his own safety, George rushed forward. He pushed the child clear of danger, but was buried beneath tons of masonry.





No control
Spider-Man was nearly overwhelmed by the new and powerful Doctor Octopus. Fleeing to his college laboratory, Peter designed a new weapon to use against his enemy—a special web-fluid which would sever Ock's mental control over his tentacles. However, little did Spidey know what dangerous consequences this new weapon would bring.

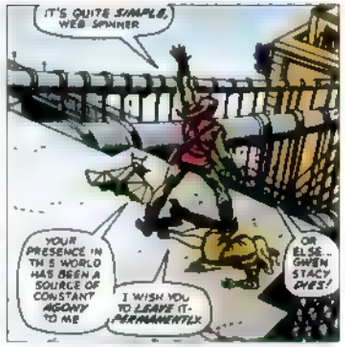


NOBLE SACRIFICE
Acting instinctively, George Stacy threw himself at the child when he realized that the falling bricks would crush the youngster. He managed to reach the child in time, but paid the ultimate price for his courage.

Last request
Horrified at what had happened, Spider-Man pulled his girlfriend's father from the rubble. George Stacy knew that he was dying and revealed that he had deduced Spider-Man's secret identity. As he died in Peter's arms, he begged Peter to watch over Gwen and to take care of her. Blaming his special web-fluid for causing the death of George Stacy, Spider-Man was filled with remorse.

Spider-Man was unable to save the woman he loved from the vengeance of the Green Goblin.

Over the edge
Several years after George Stacy's death, trouble started to brew again for Peter's friends. Harry Osborn (see page 14-15) had started taking drugs, and the stress of dealing with this pushed his father, Norman, into insanity. Norman resumed his role as the Green Goblin (see pages 34-35). He blamed Peter for his son's condition and set out to get revenge on him by abducting his girlfriend, Gwen Stacy.



KIDNAPPED
The Green Goblin kidnapped Gwen and took her to the top of a New York bridge.

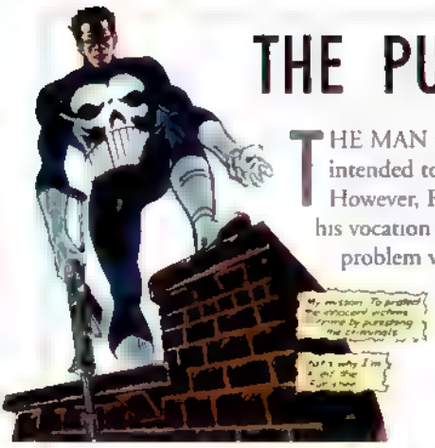
Kidnapped!
When Spider-Man finally showed up at his apartment, the place was in a shambles and a pack of pumpkins, the Green Goblin's trademark weapon, rested on Gwen's pillow. Realizing she had been kidnapped, Spider-Man used his spider-sense (see pages 22-23) to track the Green Goblin down to the top of the George Washington Bridge.

The night Gwen Stacy died
Gwen lay on top of the bridge, unconscious. Desperate to save her, Spider-Man pulled out all the stops as he battled the Green Goblin. On the verge of defeat, the Goblin hurled Gwen from the bridge. Spider-Man quickly shot out a web-line that caught, but snapped Gwen by her leg. When he pulled her up, he was horrified to discover that she was already dead. Desperate for revenge, Spider-Man set out to hunt down the Green Goblin and end his career once and for all.

SELF-LOATHING
Spider-Man was tortured by the thought that he had killed Gwen Stacy. Blaming himself for her death, he vowed never to let anyone he loved come to harm. Only time would tell if he could live up to his promise.

Killed by his own glider
As much as he hated the Green Goblin after Gwen's death, Spider-Man realized that he couldn't take the life of another human being. He was about to take his enemy captive when Osborn mentally ordered his glider to impale Spider-Man. Warned by spider-sense, the web-head ducked at the last moment. The glider impaled the Green Goblin, killing him instantly—or so it seemed.

THE PUNISHER



THE MAN who became the Punisher had intended to be a priest when he grew up. However, Frank Castiglione began to question his vocation when he realized that he had a problem with granting forgiveness to people who broke the commandments. Shortly after he dropped out of the seminary, Frank met Maria Falconio. They fell in love and were married. Since the priesthood was no longer an option, Frank enlisted in the Marines. He served numerous tours in war zones, and shortened his name to Castle. Frank underwent SEAL (sea, air, and land) and UDT (underwater demolition team) training. He rose to the rank of captain, and was nicknamed the Punisher because he was so relentless against the enemy. Then, a tragic family outing changed his life forever.

CODE NAME
After the picnic massacre Frank Castle resigned his old code name and began calling himself the Punisher.

Fatal picnic

While on leave in New York, Frank Castle took his wife and two children to Central Park for a picnic. They accidentally stumbled upon a gangland killing. The mobsters feared being identified and immediately opened fire on the Castles. Frank somehow managed to survive, but his wife and children did not. Traumatized by the incident, Frank Castle vowed to punish the mobsters. He deserted the Marines and outfitted himself for a one-man war on crime.

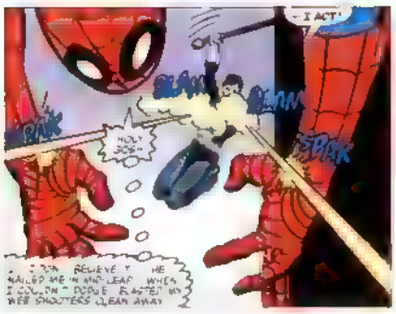
REVENGE ISN'T SWEET

The brutal murder of his family made Frank decide to put his military training to good use. He concentrated on punishing criminals who were beyond the reach of the law. Frank eventually learned the identity of the gang who murdered his family. He hunted them down and eliminated them all—before dedicating his life to punishing the entire criminal underworld. Though he uses lethal force against the guilty, the Punisher protects innocent people from harm and he never battles the police.

The Punisher employs a wide range of paraphernalia, though he favors an M16 automatic rifle.

His belt contains ammo clips and one or two tear gas grenades.

The battle suit is made of reinforced body armor with concentrated steel in chest area. The best kind of protection to make sure a target is dead.



SHARP SHOOTER
The Punisher is an expert marksman who can hit almost any target. He keeps his cabin hunting rifle at his apartment in Queens.

OTHER ENEMIES
In addition to Spider-Man, Frank Castle has taken on Daredevil, the Kingpin, Punisher, Bullseye, and Frank Castle himself.

Pawn of the Jackal

The Punisher first met Spider-Man after the death of Gwen Stacy (see pages 82–83) and after Harry Osborn had publicly accused the web-head of killing Norman Osborn unaware that Osborn had been the Green Goblin. Working with the Jackal (see pages 86–87), whom Frank thought was just another costumed vigilante, the Punisher became convinced that Spider-Man was a murderer and attempted to bring him to justice. During the course of their battle Spider-Man managed to prove his innocence and the web-head soon realized that the Jackal had lied to him. Though they tried to capture him, the Jackal escaped. Later, a fearsome sniper pretended to be the Punisher to lure Spidey and Frank learned that the impostor was a man called Jigsaw, who sought revenge on the Punisher for permanently scarring his face.

Frank Castle has had the nerve to accuse Peter Parker of being a sniper. He is wrong. Though he has a sniper's rifle, he has never used it to kill anyone.

TRADITIONAL HONOR
Like Captain America, the Punisher is a soldier. He is a patriot. He is a man who wants to capture the bad guys and bring them to justice.

A hero

Before he deserted the Marines to pursue his war against crime, Frank Castle was awarded both the Bronze and Silver Star and he received four Purple Hearts. He was also scheduled to receive the President's Medal of Freedom, but his family was murdered days before the ceremony.

Punisher poster

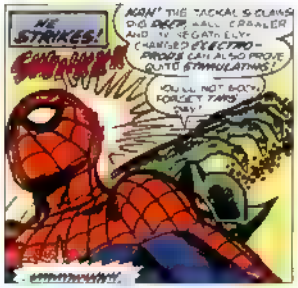
OPPOSING METHODS
Spider-Man and the Punisher have different methods of dealing with the criminal element.

AGAINST GOBLIN GANG
A dream sequence that ends with Spider-Man and Frank Castle teaming up against the Green Goblin's gang. (see page 112)

Allies or adversaries?

Spider-Man and the Punisher have repeatedly teamed up, but they are not friends. Frank sees the web-head as an idealistic fool who lacks the stomach to use lethal force. Spider-Man thinks the Punisher is a tormented serial killer who uses unacceptable actions to ultimately achieve his own good intentions. Spidey wants to get Frank off the streets. Though they constantly waver between being allies and adversaries, Spider-Man and the Punisher both try to protect the innocent, and circumstances often force them to work together.

THE JACKAL



The claws of the Jackal
The Jackal's gloves and boots are equipped with razor-sharp steel claws. These claws are often coated with poison or hallucinogens, or attached to electrical devices that can shock an enemy into a coma.

THE MAN who ultimately became the Jackal was originally a shy and unassuming biology teacher at Empire State University. Professor Miles Warren taught both Peter Parker and Gwen Stacy. Warren found himself quite taken with the beautiful Gwen, though he believed that his feelings were only avuncular in nature. When she was accidentally killed during a battle between Spider-Man and the Green Goblin (*see pages 82–83*), the grief-stricken Warren fell into a deep depression. He suddenly realized that he had actually been in love with Gwen. Warren blamed Spider-Man for Gwen's death, and he vowed vengeance upon the wall-crawler.

THE JACKAL UNMASKED
Kindly old Professor Miles Warren was actually the man behind the Jackal's mask.

FROM MADMAN TO MURDERER

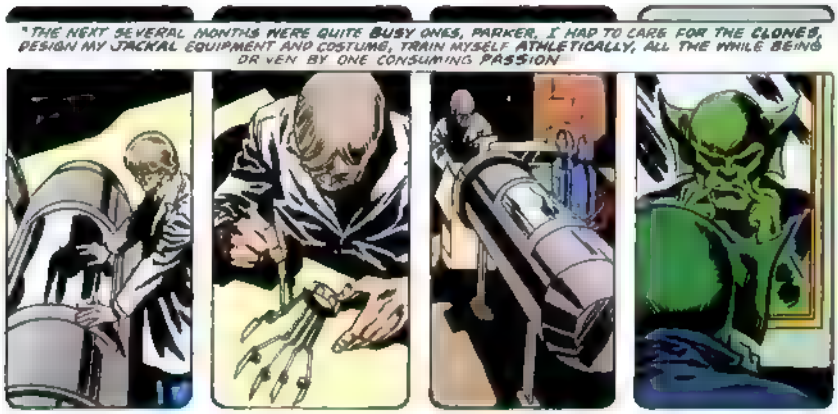
One night, Warren was approached by a mysterious figure named Scrier (*see page 141*), who offered to help Warren with his secret experiment in cloning humans. Since Warren had taken cell samples from all his students, he immediately wanted to try to resurrect Gwen Stacy, but Scrier suggested that he begin with another student. Peter Parker was chosen. Warren's lab assistant eventually learned that he was growing human clones and threatened to expose him. Warren became enraged and killed the man. Unable to accept responsibility for his actions, the mentally unstable Warren convinced himself that some unknown predator had done it, someone who acted like a human jackal.

The Jackal's original costume was composed of stretch fabric and a latex mask.

GENETIC CHANGE
The Jackal later used its mastery of genetics to mutate his appearance so that he actually looked like a human jackal.

Though the Jackal didn't possess any superhuman abilities when he first appeared, he was killed in gymnastics and hand-to-hand combat.

Bring her back
Though Miles Warren had at first believed that he looked on Gwen as a daughter, he later realized that he was actually in love with her. Cloning Gwen was his way of bringing her back.



His evil twin

To distance himself from the Jackal, Miles Warren designed a costume and some personal weaponry for his other identity. He planned to use the Jackal to get his revenge on Spider-Man. In addition, Professor Warren continued to conduct his cloning experiments. He eventually produced a perfect duplicate of Peter Parker. That's when he suddenly realized that his rival for Gwen's affections was also his greatest enemy. Warren then attempted to recreate Gwen Stacy. He produced a clone with all the girl's memories up to the time that he had taken her cell samples. But she also shared the original Gwen's emotions. She, too, loved Peter Parker and had absolutely no romantic feelings for Warren.

Clone confusion

After being knocked unconscious during a battle with the Jackal, Spider-Man awoke to find himself facing himself. One web-slinger was the real Spider-Man and the other was the Spider-Clone... but who was who?

Left: Gwen Stacy
After one of the Spiders had apparently died in an explosion, the surviving Spider-Man [illegible] Gwen. But [illegible] the original [illegible]

A living weapon

The Jackal programmed the Gwen clone with post-hypnotic commands and used her as a psychological weapon against the web-swinger. Peter was shocked when he first saw the new Gwen, and could only stare at her in disbelief. Later, the Gwen clone broke free of the Jackal's mental control, and soundly defied her creator. As the two Spider-Men battled, a bomb that the Jackal had planted suddenly exploded. The blast appeared to kill both Professor Warren and one of the Spider-Men—but was the menace of the Jackal over?

Resurrection

Miles Warren appeared to die in the explosion. In actual fact he had cloned himself, and sent his double to die in his place. Entering a genetic accelerator, Miles Warren altered his own DNA. He assumed the characteristics of a true jackal and enhanced his strength, agility, and speed to superhuman levels. He had devised a truly twisted plan to get his revenge on the wall-crawler, a plan that became known as the Clone Saga (*see pages 136–137*).

PLANNING AHEAD
The Jackal [illegible] a master [illegible] plan [illegible] He [illegible] Hammerhead [illegible] Chameleon [illegible] Spider-Man [illegible]

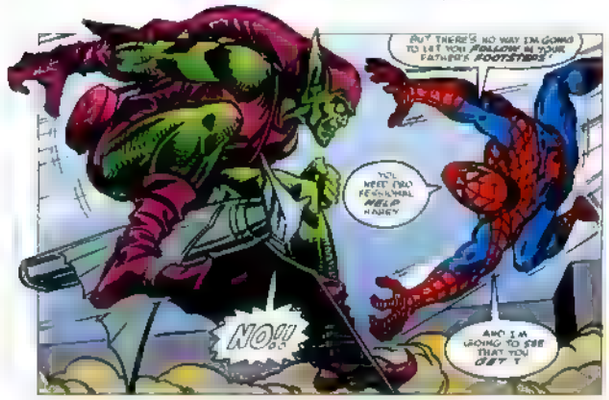
OTHER GREEN GOBLINS

Harry Osborn became the second Green Goblin after his father died.

HAROLD "HARRY" Osborn was Peter Parker's best friend (*see pages 14–15*). He was also one of Spider-Man's deadliest foes. The son of millionaire industrialist Norman Osborn, Harry had long been a troubled man. His mother died while he was a child, and his father buried himself in his work and was a domineering parent who rarely had time for his son. As a result, Harry grew up feeling inadequate. He both resented his father and would do almost anything to win his approval. Harry attended Standard High School with Gwen Stacy. He had a crush on her, but never found the courage to ask her out. Both Harry and Gwen went to college at Empire State University, where they met Peter Parker. After a rocky start, Harry began to form a friendship with Peter. Of course, this was before he discovered that his father was the Green Goblin and that Peter was Spider-Man.

HARRY'S FAILURES

Peter introduced Harry Osborn to Mary Jane Watson, and the two began to date. But Mary Jane didn't want a serious relationship, and she dumped him as soon as he became too possessive. Frustrated over his failure with Mary Jane and depressed over his relationship with his father, Harry turned to drugs. When Norman Osborn learned that Harry had almost died from an overdose, he blamed Peter Parker and wanted revenge. Norman became the Green Goblin and kidnapped Gwen Stacy, who died in the resulting battle (*see pages 82–83*).



You need help!
Using clues left in his father's diaries, Harry learned that Peter Parker was the web head, and became determined to destroy Spider-Man. However, the wall crawler was equally determined to see that Harry got the help he needed to cure his madness.

WILD CLAIM
To protect his father's memory, Harry claimed that he was the original Green Goblin, but the police didn't believe him. By becoming the second Green Goblin, Harry intended to organize the family empire.

Covering up
Still under the influence of the drugs he had been taking, Harry secretly witnessed Spider-Man's final battle with the original Green Goblin. He was present when his father was impaled. Before anyone else arrived, Harry removed the Goblin's mask and costume from his father's body. He made absolutely sure that the police couldn't link the dead industrialist with the Green Goblin.

BLIND OBSESSION
Unlike his father, Harry Osborn had no interest in gaining wealth or power. He only wanted to kill Spider-Man.

The best of enemies
After his father's death, Harry turned against Peter Parker and began plotting his former friend's destruction. He believed that he had a responsibility to avenge his father's death and prove that he was strong enough to be the new Green Goblin.

Pumpkin bomb

WEAPONS
When he began to [illegible] the Green Goblin, Harry [illegible] equipment [illegible] the [illegible] Osborn's hatred for that. Harry began to upgrade [illegible]

[illegible] Harry's [illegible] used by [illegible]

The original Goblin's costume [illegible] Harry [illegible] and performance.

Too young
After Spider-Man defeated the second Green Goblin, Peter Parker couldn't abandon his friend. Even though he knew that Harry planned to reveal his secret identity, he removed Harry's costume before the authorities arrived. When Harry awoke, he confessed to being the original Green Goblin. However, since the police knew that the Goblin had been active for many years, they assumed that Harry was hallucinating and ignored everything he said.

Third Green Goblin
Harry was placed under the care of Dr. Barton Hamilton, who successfully cured him of his insanity. Hamilton even found a way to purge Harry's memories of ever having been the Green Goblin. [illegible] after learning Harry's secrets, Barton Hamilton became the third Green Goblin. Peter Parker assumed that Harry was donning the mask to [illegible]. Harry's friend was actually Hamilton's prisoner. Harry finally escaped and confronted Hamilton. The third Green Goblin was eventually killed by a [illegible] intended for Spider-Man.

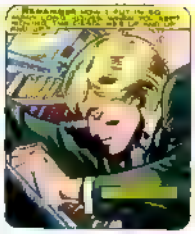
CONTAMINATED
[illegible] of Harry Osborn [illegible] the goblin [illegible]

TERRORIZING GOBLIN
[illegible] after [illegible] upon [illegible]

Living with the cure
Peter never gave up on Harry, and [illegible] was to cure his friend's madness. Harry became the president of his father's company. He met and began to date Liz Allan, one of Peter's high school classmates. They eloped, and Liz eventually gave birth [illegible]. [illegible] seemed perfect and happy on the surface, but the specter of the Osborn legacy continued to haunt them, and eventually led to Harry's death (*see pages [illegible]*).

WILL O' THE WISP

POSSESSING A ghostlike appearance and powers to match, Will O' The Wisp is one of Spider-Man's eeriest allies. Jackson Arvad was a scientist who specialized in electromagnetic research. When faced with the danger of losing his funding, he began to work late into the night, desperate to prove that his research could produce concrete and commercial results. Working without any real rest, Arvad eventually grew careless and caused an unfortunate accident. A gravimetric power surge plunged Arvad into a self-sustaining magnetic field, and somehow caused the molecules in his body to gradually disperse.



FOUL CHOICE!!!
Arvad was exhausted from working late at the lab that he couldn't prevent the accident that turned him into Will O' The Wisp

FALLING APART

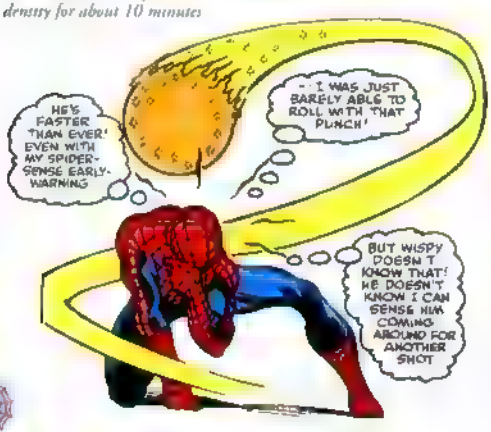
Instead of dying, Arvad learned that he could control his molecules and keep them together. Arvad feared that he would eventually lose this control and contacted Dr. Jonas Harrow, the criminal surgeon who had given Hammerhead (*see page 80*) his powers. While pretending to help Arvad, Harrow planted a device in his skull that forced him to obey Harrow's commands. Under this influence, Arvad committed a number of robberies, and this led to a clash with Spider-Man. With Spidey's aid, however, Arvad managed to free himself from Harrow's control.

Intangibility
By willing himself to assume his minimum density, Will O' The Wisp can become immaterial and pass through solid objects. This process produces a bright, sparkling light

MAXIMUM DENSITY
Will O' The Wisp can control the subatomic electromagnetic particles that hold his body together. This allows him to alter his density at will. He can make his flesh and muscles as hard as steel and temporarily gain superhuman strength and power. However, he can only maintain maximum density for about 10 minutes

MORE GHOST THAN MAN
Will O' The Wisp's voice sounds as cold and distant as his personality, and he hasn't attempted to form any lasting friendships since he broke from man. He seems to value vengeance more than justice and has fought Spider-Man nearly as often as he's aided him

OTHERWORLDLY
Will O' The Wisp can will the molecules of his body to oscillate a short distance from himself making him look like an unearthly spirit



A glowing ball
Will O' The Wisp can also fly by becoming lighter than air, and expelling a trail of excess molecules behind him. He usually gives off so much light when he does this that he appears to be an ethereal glowing sphere

WHERE THERE'S A WILL
Will O' The Wisp also has the ability to mesmerize people and make them follow his commands. He does this by making his chest emblem to glow bright enough to hypnotize anyone who is gazing at it

ROCKET RACER

ROBERT FARRELL always had a need for speed. The oldest of seven children, he was a science whiz who often went skateboarding when he wanted privacy. The sport gave him a sense of freedom, and he loved to feel the wind whipping at his face. However, he hung up his board when his father left the family. To help his mother, Robert joined the Air Force after he graduated from high school. He sent most of his money home, and learned how to build and repair jet engines. After he was discharged, Robert planned to get a good job and make life a lot easier for his mother.

NEED FOR CASH

Unfortunately, before Robert could start looking for work, his mother suffered a heart attack. Faced with mounting hospital bills and the need to support his siblings, Robert became desperate for cash. He turned to crime, combining his flair for engines with his love of skateboarding to become the Rocket Racer.

Jet engines give the Rocket Racer fabulous speed.

A failure as a crook

After many hours of practice, the Rocket Racer committed his first crime. He stole a briefcase filled with negotiable securities, and was immediately captured by Spider-Man. Then Rocket Racer learned the identity of an embezzler and attempted to blackmail him. When the embezzler tried to kill Robert, Spider-Man intervened and saved the Rocket Racer's life.

Spectacle-breaking stunts have earned the Rocket Racer a cult following.

MASTER INVENTOR
Robert Farrell is a natural inventor. Thanks to his work with jet engines, he knows how to design [illegible] clothes that [illegible] the Rocket Racer to ride a skateboard. His board can reach a top speed of [illegible] and the [illegible] made before burning out at [illegible].

The Rocket Racer has been [illegible] by a [illegible] that [illegible] into a [illegible].

It's [illegible] that [illegible] rocket-powered person.

Money troubles

Spider-Man decided to help the Rocket Racer once he learned about his troubled background. By turning to crime, Robert Farrell had put further financial pressure on his family as they now needed the services of a bail bonds man. After he had served his sentence, Robert thought his days as the Rocket Racer were over, until he learned that Spider-Man had been accused of a crime. While attempting to help the web-swinger, the Rocket Racer met Silver Sable (*see page 110*) and she offered him a job as one of her superpowered mercenaries.

WALL RIDER
The Rocket Racer can perform the most difficult stunts. He [illegible] that allow him to [illegible] and [illegible] to the [illegible] of [illegible].

Desperate to copy her father's criminal career, Felicia Hardy trained as an athlete and gymnast. She also acquired a taste for the jewelry that her father lovingly admired his moves.

BLACK CAT

FELICIA HARDY was only 13 years old when she learned that her father had a secret life. Though Walter Hardy pretended to be a traveling salesman, he was actually a famous cat burglar. When her dad was captured and sentenced to life in prison, Felicia decided to take up where he left off. She began a physical training program to increase her strength, endurance, and agility. She also studied the martial arts, and acquired skills such as lockpicking and safecracking. After years of preparation, Felicia designed a costume to hide her identity, and went out to seek fun and excitement as the Black Cat.

Bad Luck

A real black cat is supposed to bring bad luck, and Felicia tried to use that old superstition to her advantage. Before committing a crime, she studied the surrounding area and chose an escape route. She then rigged the location so that convenient accidents stopped anyone who attempted to chase her. Walls collapsed, ropes snapped, and cars suddenly lost control. These carefully planned tricks convinced her enemies that the Black Cat caused bad luck to befall anyone who crossed her path.

The spider-shrine
Spider-Man and the Black Cat crossed paths so often that the feline criminal became attracted to the wall-crawler. She even built a shrine in his honor, filling it with pictures and mementos of the webbed! She also changed her evil ways and started to help Spider-Man battle criminals. Eventually, she succeeded in winning Spider-Man's love, as well as a pardon for her past offenses.

AGILITY
The Black Cat's extremely agile and lithe possesses exceptional reflexes. She can execute flips, springs, and somersaults easily.

ELASTICITY
The Black Cat's costume is made of elastic material that can be used as a rope. The cable has two attachments, a grappling hook and a super-adhesive pad that sticks like Spider-Man's web.

SUPRISE ATTACKER
Spider-Man was completely taken aback when the Black Cat first appeared in her tiny fur bikini. Though he was very attracted to her, he quickly realized that the cat burglar's trick and disguise were only trying to distract a person to steal.

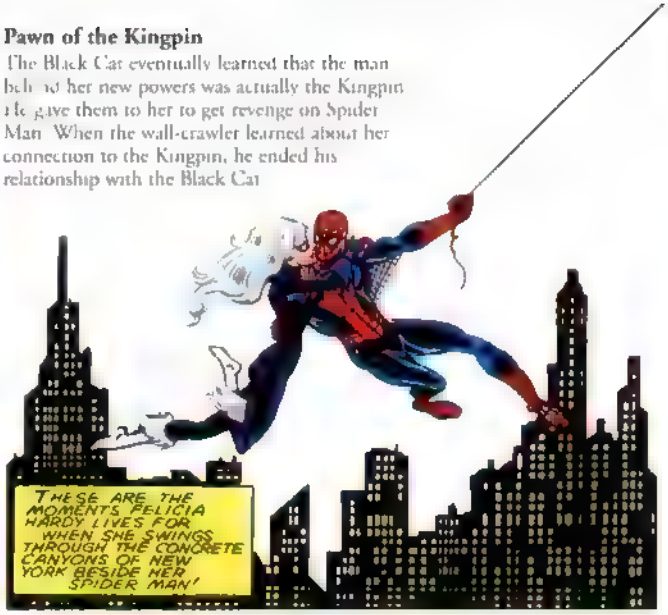
[illegible]

A costumed couple

Realizing that the Black Cat possessed no superpowers of her own, Spider-Man started to fear for her safety and tried to discourage her from joining him against his superhuman enemies. Felicia immediately went on a quest to gain superpowers. Scientists in the employ of an unknown benefactor claimed they could help her if she agreed to work for their boss. She suspected the man was a crimelord, but she was so desperate that she agreed to his terms. The scientists somehow gave her the ability to affect probability and cause improbable things to happen. Machines would explode and guns backfire. She now truly possessed the bad luck powers that she once used to fake with elaborate traps.

Pawn of the Kingpin

The Black Cat eventually learned that the man behind her new powers was actually the Kingpin. He gave them to her to get revenge on Spider-Man. When the wall-crawler learned about her connection to the Kingpin, he ended his relationship with the Black Cat.



On the prowl

After splitting with Spider-Man, the Black Cat traveled through Europe where she had an affair with a criminal known as the Foreigner, who had been married to Silver Sable (*see page 110*). The Black Cat didn't return to New York until after Peter Parker was married, and she decided to annoy her ex-boyfriend by going out with Flash Thompson (*see page 14-15*). To her surprise, she fell in love with Flash, and was heartbroken when he stopped seeing her.

The Cat's Eye

Having completely reformed, the Black Cat established her own private security agency, Cat's Eye Investigations. It provides background checks, bodyguards and bounty hunters, and specializes in installing burglar-proof security systems. One of her employees is a computer whiz named Loop who used to work with her father. He is currently serving time in a minimum-security prison, and he keeps in touch via a computer hidden in his jail cell.

SPIDER-WOMAN

More than one woman has taken on the mantle of Spider-Woman—in total, there have been four (although one of them turned out to be the creation of an evil genius). The first Spider-Woman was the daughter of an American anthropologist and his British wife. When she was a child, Jessica Drew was exposed to radiation which made her seriously ill. Her father's research into spiders showed that a spider had a far greater resistance to radiation than a human. So he injected Jessica with a serum of spider's blood, causing her to fall into a coma. When she awoke, years later, Jessica didn't realize that the serum had given her strange powers. Then, at 17, she accidentally discharged a blast of bioelectricity that almost killed her boyfriend!

A gift
Spider-Woman's first costume was a gift from Hydra. It was equipped with special glider-wings and powered by harnessing her own bioelectricity.

Dark Destiny

Horrified by what she had done, Jessica ran away. She was discovered by agents of Hydra, a terrorist organization, who recognized her unique abilities. They brainwashed her and planned to use her as an assassin, but Jessica had other ideas. Escaping from Hydra, she began her career as a costumed crime fighter. Calling herself Spider-Woman, Jessica moved to San Francisco and became a private detective in her civilian identity.

She's electric
Jessica has the power to generate and project a form of bioelectricity. Her blasts can stun or kill at close range, and reach a maximum distance of 25 feet. She also exudes a high concentration of pheromones that elicit desire in men and fear in women.

The Gathering of Five

Spider-Woman #3
Mattie became the third costumed hero to call herself Spider-Woman. Working closely with Madam Web and Jessica Drew, Mattie has battled super criminals such as Doctor Octopus, the Rhino, and a fourth Spider-Woman who had been created by Doctor Octopus. Mattie currently attends an all girls private high school, and has taken a hiatus from crime fighting.

Caught in her web
After her treatment, Julia found that she developed some amazing new powers. She could spin a "psi-web," a web of psychically produced strands that could trap anyone. She could also produce enough psi-energy through her hands and feet to allow her to stick to walls. On top of this, she had superhuman strength and was able to lift 10 tons as well as enhanced speed and incredible agility and reflexes.

SPIDER-MAN IN THE '80S

MY PERSONAL relationship with Spidey suddenly turned professional during the spring of 1981. I was hired as an editor for Marvel Comics and assigned all three Spider-Man titles, while Mark Gruenwald became my assistant editor.

Other developments included John Romita, Jr. making comic-book history when he began to illustrate his father's former title. Roger Stern intrigued the fans with the mysteries surrounding the Hobgoblin. Bill Mantlo ignited a love affair between Spidey and the Black Cat. And J.M. DeMatteis began to explore the web-head's relationships with his world and himself.

Spider-Man and His Amazing Friends #[illegible] (1981). Owens, pencils; [illegible], inks; [illegible], letters; [illegible], colors; [illegible], editor.

Alas, all good things come to an end. I was promoted and had to give up the spider-titles. But my connection with Spidey wasn't quite over. Given a chance to write *The Avengers*, Roger Stern decided to leave *The Amazing Spider-Man*. Danny Fingeroth, the editor who had succeeded me, offered the book to me. I accepted and was teamed up with Ron Frenz. We plotted "The Saga of the Alien Costume" and added a few new villains.

Amazing Spider-Man #[illegible] (May 1981). First appearance of Venom (actually a Kree symbiote). Cover: [illegible]; Ron Frenz.

Meanwhile, the multitalented Al Milgrom was writing and drawing *Peter Parker, The Spectacular Spider-Man*, and Louise Simonson began a wonderful run of stories in the new *Web Of Spider-Man*. David Michelinie eventually took over *Amazing*, and was paired with future superstar Todd McFarlane. Their sensational stint included the first appearance of Venom

EIGHTIES

1980

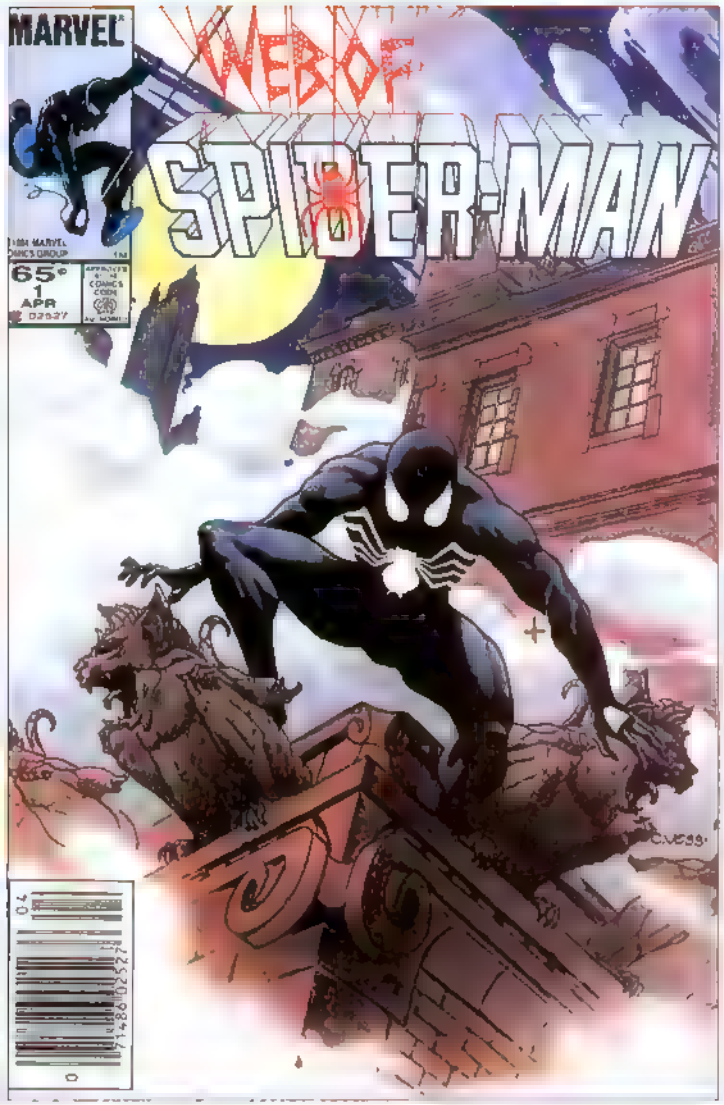
Amazing Spider-Man #[illegible] (Jan. 1980). Uncle Ben's killer returns.

1981

Amazing Spider-Man #222 (Nov. 1981). Spidey vs. Speed Demon

1983

Amazing Spider-Man #238 (March 1983). The Hobgoblin appears



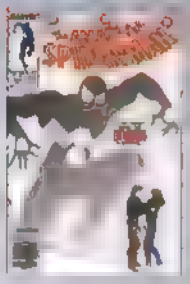
Amazing Spider-Man #300, May 1988
Spider-Man first meets Venom
Cover art by Todd McFarlane

Web of Spider-Man [illegible] #50
[illegible]

1985

Marvel Team-Up
#150, Dec. 1985
Final issue in the series

1987



Amazing Spider-Man #290
July 1987, Peter asks Mary
Jane to marry him

1989

Amazing Spider-Man
#312, Feb. 1989
Green Goblin vs. Hobgoblin

THE HOBGOBLIN

THE HOBGOBLIN is a true man of mystery and one of Spider-Man's most dangerous enemies. The saga of the Hobgoblin began with a simple bank robbery. When his accomplices were captured by Spider-Man, one of the bandits, George Hill, escaped into the sewers. He soon stumbled on a secret hideout that had once belonged to Norman Osborn, the original Green Goblin (*see pages 54–55*). Realizing the value of what he had found, George quickly contacted an unnamed associate. But the mysterious man murdered George and looted the lair. With the aid of Osborn's notes, the man found and ransacked all the Green Goblin's other hideouts, too. He quickly came to admire Norman's genius, but also realized that the original Green Goblin had been insane. Osborn had allowed his secret identity to warp his thinking and cause his downfall. Vowing to avoid his predecessor's mistakes, the man altered one of the Green Goblin's old costumes and became the Hobgoblin.

The Hobgoblin was obsessed with keeping his true identity secret

SECRET HIDEOUT
George Hill stumbled into the Green Goblin's hideout

A Desire for Power

Realizing that he needed more power, the Hobgoblin attempted to duplicate the accident that gave Norman Osborn his super-strength. But since the Hobgoblin was no fool, he tested the formula on a criminal named Lefty Donovan. When the experiment was successful, the Hobgoblin eliminated Donovan and tried the procedure on himself. He then improved on Osborn's formula and was able to give himself far greater super-strength than the original Green Goblin had ever possessed.

NEW FACE OF EVIL
The Hobgoblin soon made sure that everyone knew the identity of the Green Goblin

Cold and calculating

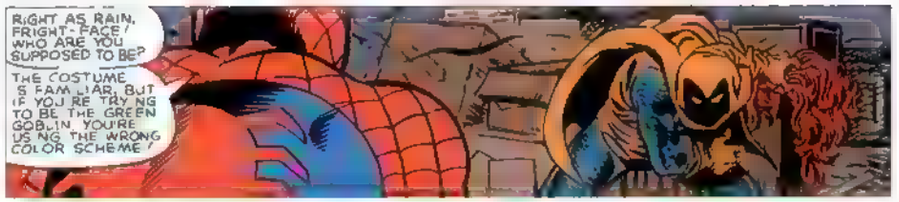
The Hobgoblin knew how to use power and his main goal was to attain wealth. Anything or anyone who stood in his way was merely a problem that had to be eliminated. Osborn had been obsessed with destroying Spider-Man for personal reasons. The Hobgoblin decided to kill the web-swinger because it was a good business decision.

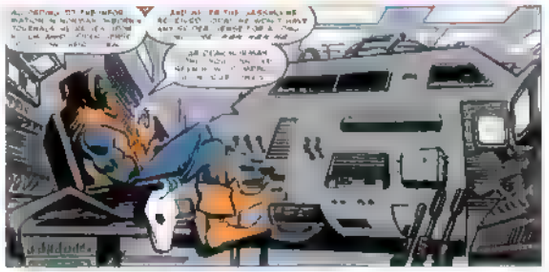
The bat glider's wingspan is about 100 pounds without any sources of power

ARMED AND DANGEROUS
The Hobgoblin wears bulletproof armor beneath his clothing, and his gloves contain micromechanical powered gauntlets that generate extremely powerful discharges of electrical energy. He also carries an assortment of weapons, such as pumpkin goblin grenades and razor-edged throwing bats.

We'll meet again

Spider-Man soon noticed that someone was raiding Osborn's old haunts, and he began to stalk the thief. To his great surprise, Spider-Man found himself imposed upon by a villain who looked like a Green Goblin and used his gadgets.





Goblin's original equipment. Roderick

The battle van

The Hobgoblin built an armor-plated battle van that was equipped with a state-of-the-art weapons array.

Flash Thompson

Ned Leeds

Ned Leeds was never one of Spider's secret people. Even though he was Peter Parker's roommate, girlfriend Betty Brant Leeds and the web-head was shocked when Ned was murdered by terrorists while on a reverse-assignment for the *Daily Bugle*. Leeds's body was found in a Hobgoblin costume and surrounded by incriminating evidence. Spider-Man certainly doesn't think proof Ned Leeds could have been the Hobgoblin.

Hobgoblin's mask

Roderick Kingsley

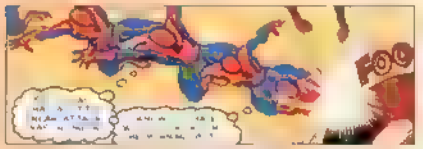
Roderick Kingsley recently revealed that he was the original Hobgoblin. According to Kingsley, he is the man who was contacted by George Hill and taken to Osborn's hidden headquarters. Though it seems that Kingsley is telling the truth, Spider-Man isn't totally convinced that he has uncovered the whole story.

NOTHING CAN STOP THE JUGGERNAUT

WHEN CAIN Marko was a soldier in Korea, he discovered an ancient temple inside a cave. On the lap of an idol was a big ruby with an inscription that read, "Whosoever touches this gem shall possess the power of the Crimson Bands of Cyttorak. Henceforth, you who read these words shall become forevermore a human juggernaut." As soon as he seized the ruby, Cain Marko was transformed into the invincible Juggernaut, a virtually unstoppable engine of destruction.

Mission: Madam Web

Black Tom Cassidy, an international terrorist learned of the existence of a psychic called Madam Web. He thought that he could use her power to help defeat the X-Men, and he sent Juggernaut to kidnap the woman.



The champion and the challenge

Thanks to her psychic powers, Madam Web knew that the Juggernaut was coming and called Spider-Man for help. Spider-Man quickly learned that his usual tricks were useless against the Juggernaut. When Spider-Man leaped toward the massive figure, he just bounced off! Spider-Man knew the odds were stacked against him, but he couldn't abandon a friend. He had to fight the Juggernaut.

UNSTOPPABLE AND INDESTRUCTIBLE
The Juggernaut possesses enough strength to lift well over 100 tons, and he can also surround himself with an impenetrable force field that protects him from all harm.

BLOCKED AGAIN
When the Juggernaut removed Madam Web from the life-sustaining crate, he took her out of the station.

No winners

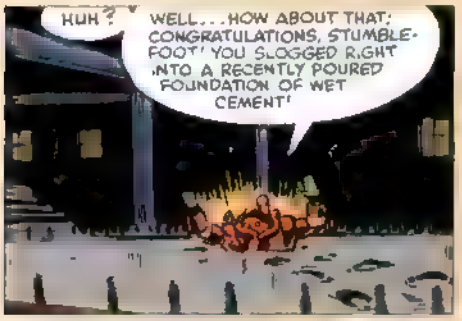
Spider-Man was desperate to save Madam Web, but the Juggernaut battered the web head into submission. Then Marko ripped Madam Web from her life-support system. When the Juggernaut learned that Madam Web would die without it, he grew annoyed that he had come for nothing and casually discarded the dying woman.

Fiery holocaust

After abandoning the helpless Madam Web, the Juggernaut tried to rejoin Black Tom. Spider-Man followed and tried to knock him unconscious by hurling a steel girder at him. But the Juggernaut simply caught it. No matter what Spider-Man threw at the monster, he could not stop the Juggernaut. His frustration growing by the moment, Spider-Man commandeered a tanker truck full of gasoline. He kicked the truck into ramming speed and crashed into his enemy, unleashing a fiery holocaust. The Juggernaut merely redirected his personal force field and barely noticed the searing explosion.

A desperate maneuver

The battle moved to a construction site, and Spidey had an idea. Leaping upon the Juggernaut, he wrapped his arms over his enemy's mask and somehow managed to hang on as he guided the wild Juggernaut forward—straight into a recently poured building foundation.



Still walking

As the Juggernaut stepped into the still wet concrete foundations, his massive bulk dragged him to the bottom. But thanks to the mystical properties of the ruby of Cytorak, he does not need to eat, drink or even breathe—sooner or later he will break free!

A LONG WAIT
Waiting to board the boat in New York Harbor, Black Tom conductor understands why his partner has not returned: surely no one could have stopped the Juggernaut.

TRAPPED IN HER OWN WEB
Madam Web's special life-support system monitored her health, kept her vital signs stable, and attended to all of her needs.

Madam Web

Blind since birth, Cassandra Webb learned of her psychic powers when she was a child. She became a professional medium called Madam Web and used her abilities to help others. However, when she was a young woman, she learned that a mysterious disease had begun to attack her central nervous system. Her husband discovered that she would be completely paralyzed, so he designed an electronic weblike life-support system to keep her alive. Supported by this system, but completely dependent upon it, Madam Web used her psychic powers to learn that Peter Parker was the man behind the Spider-Man costume. She has since secretly aided the wall-crawler on many occasions. Madam Web recently took part in a mystical ceremony called the Gathering of Five that somehow restored her youth. She also became the mentor of Mattie Franklin, who served for a time as Spider-Woman (*see pages 94–95*).

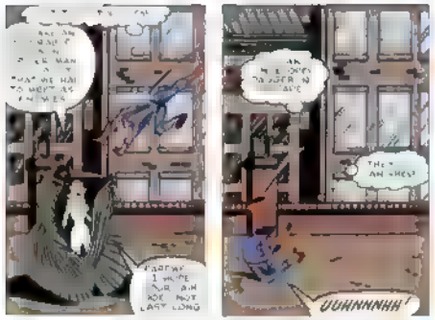
CLOAK AND DAGGER

CLOAK AND Dagger are runaways: two lonely teenagers who ran away to New York City to seek a better life. Fate, however, had other plans for them. Tandy Bowen grew up in Shaker Heights, Ohio, the daughter of a multimillionaire and his trophy supermodel wife. Her dad abandoned the family while Tandy was young, and her mother was too busy with her career and social life to pay much attention to the girl. Even her boyfriend forgot about her as soon as he went to college. Feeling empty and alone, Tandy boarded a bus for New York City with dreams of becoming a dancer. Tyrone Johnson, or Ty, had a very different background. Ty was raised in the slums of South Boston, Massachusetts, and had been born with a speech impediment—a terrible stutter. When his best friend died because Ty was unable to say the words that might have saved him, the distraught teenager fled Boston.

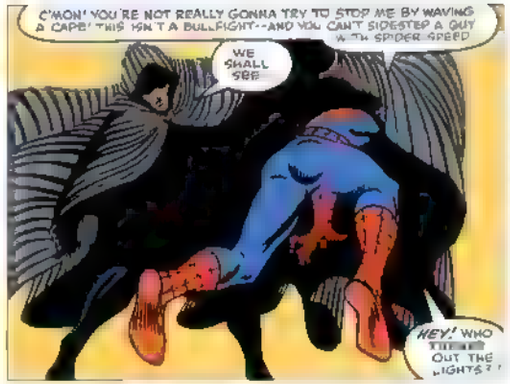
FAILED EXPERIMENT

Shortly after arriving in New York, Ty saved Tandy from a purse snatcher. But as the two teenagers started to become friends, they were kidnapped and taken to a secret laboratory. Here, Simon Marshall, a pharmaceutical chemist who worked for the gang leader Silvermane (*see page 81*), was developing a synthetic drug, a cheap heroin substitute that could be smuggled into the country easily. He began experimenting on teenage runaways, but most of them died. Only two survived: Tyrone and Tandy. Mysteriously, Marshall's drug transformed them into the superpowered Cloak and Dagger.

Struggle for survival
Ty and Tandy limped out of the laboratory, leaving behind the bodies of the less fortunate victims.

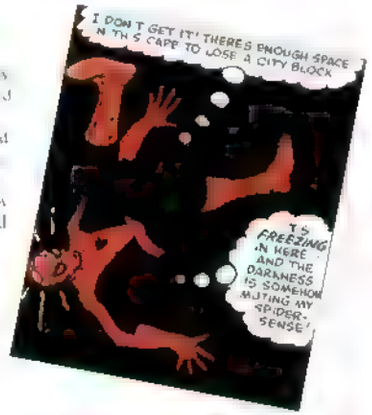


A shadow world
Hidden within the folds of Cloak's hooded cape is a dark dimension, an immaterial, tearless and seemingly endless void that sucks the vitality from anyone foolish enough to enter it. By entering his own dark dimension, Cloak is able to teleport himself and others, including Dagger, wherever he can envision.



Together, forever
The symbiotic nature of Cloak and Dagger's powers prevents them from ever going their separate ways. Dagger needs Cloak's blood to [illegible] so that she may [illegible] Cloak needs Dagger's light daggers to [illegible] the [illegible] hunger created by an extraordinarily [illegible] void.

Light and dark
Cloak feels a constant desire to fill the terrible void of his cloak [illegible] hunger that can only be satisfied by the vitality siphoned from young, innocent victims. [illegible] Spider-Man has [illegible] on more than one occasion that discovered that he could escape by falling toward until he connected with a [illegible] spider's Cloak's [illegible]



Let there be light
Dagger has the power to turn light to her [illegible] that can shock, [illegible] or incapacitate [illegible] for [illegible] minutes. If Dagger desires, these blasts of light can overload a person's nervous system and cause a massive heart attack. They have also been known to cause certain physical symptoms of drug [illegible]

HYDRO-MAN

MORRIS BENCH was a crewman on a cargo ship that was lowering an experimental generator into the ocean, when he was accidentally knocked overboard by Spider-Man. At that moment the generator began to malfunction, and Morris was exposed to unknown energies, seawater, and underwater volcanic gases. After he was rescued, Morris discovered that he could transform all or part of his body into water. Morris was furious at what had happened to him, and he set out to find those he considered responsible and make them pay—and that included Spider-Man.

VIRTUALLY UNTOUCHABLE
Hydro-Man can make objects go through him, allowing him to dodge any blow and be in the place he wants to be. He can even change his form to knock a man off his feet.

The Sinister Syndicate
Hydro-Man quickly realized that he wasn't cut out for a solo crime career. He joined with the Beetle, Boomerang, the Rhino, and Speed Demon to form the Sinister Syndicate. They were hired to assassinate Silver Sable, but Spider-Man and the newly reformed Sandman managed to stop them.

THE MUD MONSTER

After their first few battles, Spider-Man defeated Hydro-Man by splattering him over an area that was so big that Morris evaporated before he could reassemble himself. But Hydro-Man returned and joined forces with the Sandman (*see pages 46–47*) against their enemy, Spidey. They nearly succeeded in killing the web-head, but a freak accident caused the two criminals to merge, transforming them into a giant mud creature.

MANY FORMS
Since Hydro-Man has total control over every droplet in his body, he can assume multiple forms at the same time. He can spray water from one arm while turning in the hard fist with the other.

UNIQUE TRAVEL
Hydro-Man can convert the lower part of his body into a flowing stream of water, propelling himself across the ground at great speed. He can cover a distance of nearly 50 feet across a single leap.

Alone again
Spider-Man and the police managed to dehydrate the mud monster until it crumbled to pieces. It took many months before the Sandman and Hydro-Man could disconnect from each other and go their separate ways.

Hydro-Man can rule within any pool of water.

A GAMBLING MAN
Nicholas Powell became Chance because he loves risk more than money. He enjoys putting his life on the line for the thrill of the hunt.

CHANCE

A FORMER professional gambler, Nicholas Powell combines his new career with his old. Unlike most criminal mercenaries, Chance does not get paid in advance. He bets his services against his fee. Only if he succeeds in his mission does he receive payment. Powell became Chance because he loves the thrill of risking his life for a grand prize. He first met Spider-Man when he was hired to kill a criminal named Andre Bouillon. Chance also wagered his fee at double-or-nothing that he could slay Spidey, too. Powell lost that particular bet and was arrested by the police, but the charges were later dropped due to lack of evidence.

WRIST BLASTERS
Chance wears gauntlets on both wrists and ankle jets on his boots. They can also discharge mini-grenades and darts (shown at left) that he uses to burn through brick walls.

Other missions
Chance was hired to assassinate casino owner Raymond Trask. But Spider-Man arrived on the scene and drove the mercenary off. A few months later, Trask appeared at Powell's penthouse and offered him another wager. He knew someone else wanted to kill him, so Trask bet Chance $20,000 that the mercenary couldn't keep him alive. Chance took the wager. When Trask tried to double-cross him, Chance outsmarted the casino owner and collected his winnings.

THE LIFE FOUNDATION

A survivalist group called the Life Foundation hired Chance to hijack a shipment of experimental weaponry. But the Life Foundation had other plans, too. They kidnapped Chance and attempted to duplicate his wrist blasters and ankle jets. Still on Chance's trail, Spider-Man was forced to save the mercenary's life. Working together, Spidey and Powell battled and defeated the Life Foundation.

Chance's equipment is powered by a miniaturized power pack that he wears on his back.

The good life
Whenever he isn't working, Nicholas Powell enjoys the good life. He lives in a plush penthouse apartment, surrounded by expensive furniture and objets d'art. He dates a bevy of beautiful women, attends the most prestigious cultural events, and enjoys fine dining. He also jetsets around the world.

Chance commands his equipment through special circuits that are connected to his helmet. His helmet enables him to see in all directions.

THE ALIEN COSTUME

WHEN HIS spider-sense suddenly flared with the force of an exploding bomb, Peter Parker instantly realized that he was in intense danger. Almost blind with pain, our hero struggled to locate the source of this new threat. He changed into his costume and followed the tingles deep into New York's Central Park. Hidden from view by a forest of trees, Spider-Man was shocked to discover a strange-looking alien structure that rose from the ground. As he approached the unknown edifice, dazzling lights suddenly engulfed Spider-Man and he disappeared within the blinding blaze.

Into battle

Spider-Man found himself on a satellite in a galaxy far from Earth. Along with other Super-Heroes such as Captain America and Super-Villains, including Dr. Doom, Spidey was brought to the satellite by a near omnipotent being called the Beyonder. The Beyonder wanted heroes and villains to fight a war on a planet called Battleworld. Spider-Man fought many battles and his costume was left in tatters. Then he found a machine that could replace ruined clothing.

Spider-Man triggered the clothing machine and a round black object came to life, immediately closed to protect Spidey's arm, and dabbed a protective covering for his entire body.

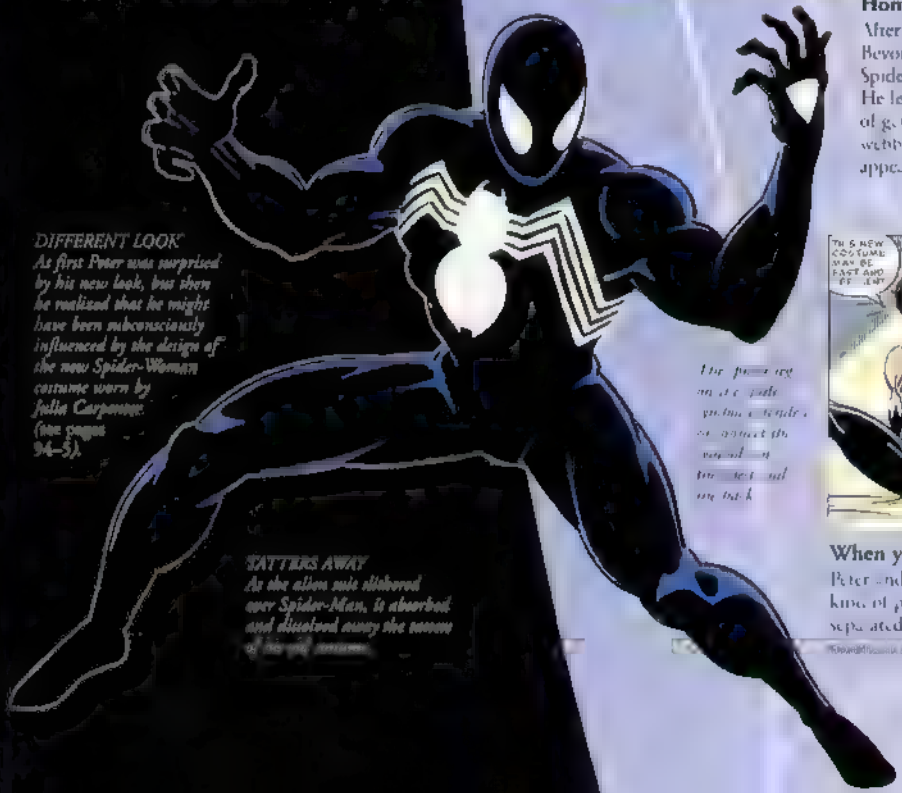
EVER AT ALL
The alien costume shrinks, seemed to [illegible] Peter wanted [illegible]

Homecoming

After defeating the villains and escaping the Beyonder, the heroes returned to Earth, and Spider-Man took his alien costume with him. He learned that his new superskin was capable of generating a seemingly endless supply of webbing, and that it could also change its appearance at will.

When you wish upon a suit

Peter and his alien costume were always in some kind of psychic contact, even when physically separated. If the costume was [illegible] Peter [illegible] difficulties.



DIFFERENT LOOK
At first Peter was surprised by his new look, but then he realized that he might have been subconsciously influenced by the design of the new Spider-Woman costume worn by Julia Carpenter (see pages 94–5).

TATTERS AWAY
As the alien suit slithered over Spider-Man, it absorbed and dissolved away the remnants of his old costume.

The presence on the suit's [illegible] connect the [illegible] and [illegible]

NIGHT TERRORS
Each night as he slept, the alien costume secretly slipped over him and took the unconscious Spider-Man out stalking at night. The web-slinger awoke each morning with no memory of his nocturnal adventures. All he knew was that he felt more exhausted than before he had gone to bed.

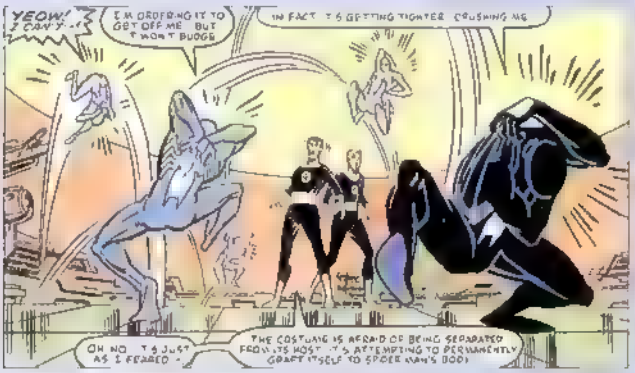
Friend in need
As Peter's fatigue continued to grow, he slept through the entire day and began to have terrible nightmares. So Spider-Man went to Reed Richards, alias Mr Fantastic of the Fantastic Four, for help.

TECHNICAL KNOW-HOW
Reed Richards needed all his fantastic technical knowledge to find out what the alien costume was.

It's alive!
After an exhaustive series of tests, Mr Fantastic made a startling pronouncement. Instead of an amazing suit composed of some unknown extraterrestrial fabric, Spidey's new costume was actually a living creature. It was a sentient symbiote who had formed a mental and physical bond with the web-slinger.

Sneak attack
As soon as the symbiote's secret was revealed it attempted to permanently graft itself to Spider-Man's body. Spider-Man did all he could to escape from the costume, but the symbiote tightened its grip on him, almost crushing Spidey in the process. Luckily, Reed Richards had discovered that the symbiote was vulnerable to certain sound frequencies. Using these sound waves, Richards managed to separate Spidey from the costume. At last our hero was free and the alien was imprisoned.

RISKING DEATH
Peter dreamed that the heroic Reed Richards had helped him, but he just wanted to be free from the symbiote.



Escape
Later, the symbiote escaped from the laboratory and pounced on the unsuspecting Spider-Man. In desperation, Spider-Man lured the alien to the bell tower of Our Lady Of Saints Church. He knew that the sound of the bells could free him from the symbiote. The alien, knowing that only one of them could survive the ordeal, sacrificed itself to save Peter.

SILVER SABLE

THE WORLD'S most famous mercenary is a woman called Silver Sable. Born in the tiny European nation of Symkaria, Silver is the daughter of Ernst Sublinovia. He once ran a group of soldiers who hunted Nazi war criminals. Calling his team the Wild Pack, he gained the tacit approval of the Symkarian government. Sadly, his wife, Silver's mother, was killed by terrorists. Witnessing this horror turned Silver's hair white and made her determined to take over the leadership of the Wild Pack one day.

BUSINESS-MINDED

As the number of war criminals decreased, Silver turned the focus of the Wild Pack toward mercenary endeavors. She formed Silver Sable International and began selling her services around the world. Her clients are wealthy individuals, major corporations, and small countries, and her large fees have become Symkaria's major source of income.

Silver is proficient with over 100 different firearm

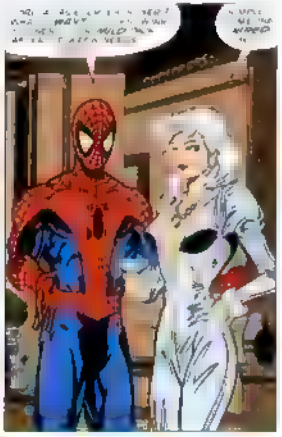
Silver Sable usually stays in the local Symkarian Embassy when she travels around

Silver Sable mostly dresses in white or silver, and her clothes are often lined with Kevlar

More than a match

Silver Sable's skill in personal combat is so good that she has taken on adversaries like the Punisher, Hydro-Man, and Spider-Man. Her weapon of choice is the chai, a three pronged throwing projectile of her own design, which can stun or disarm an opponent.

FRIEND TO THE FREELANCER
With her considerable financial resources, Silver Sable is able to hire freelance operatives whenever she needs specialized assistance. She once employed the Sandman (see pages 46–47) and also formed a team called the Outlaws, which was made up of many of Spider-Man's past associates, such as the Prowler, Rocket Racer, and Will O' The Wisp.



FIRST MEETING
Silver Sable first met Spider-Man when her organization was hired to capture an international jewel thief called the Black Fox. Unfortunately, Spidey took a liking to the elderly rogue and allowed him to escape.

RESPECT
Despite regarding each other with contempt at the start, both Spider-Man and Silver Sable have come to respect each other's talents and have often worked together.

Daily workout

Silver Sable sets aside a few hours every day to practice her combat skills. These daily workouts are extremely strenuous, and she tests her abilities to the full, sometimes against several opponents at the same time. She's even been known to hold business meetings while fighting off her sparring partners!

THE PUMA

THOMAS FIREHEART is the guardian of his tribe, the protector of his people. He is also the Puma. Fireheart belongs to a Native American nation whose legends foretold that a being of near-infinite power would threaten the world. In an effort to protect their people, the tribal shamans began a secret program that combined magic and controlled breeding. They produced a line of warriors, of which Fireheart is the latest member.

TRANSITION
When Fireheart triggers his transformation into the Puma, his size and weight increase. His eyes change color, fur spreads over his body, and all of his natural abilities are magnified to superhuman levels.

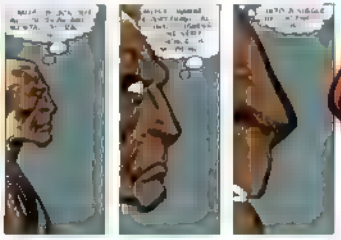
INTERESTED PARTIES
To keep his current lifestyle, sharp Fireheart occasionally accepts dangerous mercenary assignments. His talents eventually came to the attention of the Rose (see page 71), one of the Kingpin's lieutenants, who hired the Puma to capture Spider-Man.

Fireheart's closest confidant is his uncle, the tribal shaman.

BUSINESSMAN

Fireheart was bred with the ability to transform himself into a superpowered being, half-human and half-puma. While still a child, he started a lifelong course of training to perfect his enhanced powers. He studied the martial arts, and honed his ability to transform. Believing that his tribe also needed economic protection, he formed Fireheart Enterprises and built it into a huge multinational corporation.

THE ULTIMATE TRACKER
The Puma's senses are so acute that he can follow the scent of an individual in a city of millions.



TOTAL POWER
During a battle with the mystical being known as the Beyonder, Fireheart achieved a state of total harmony with the universe, and temporarily wielded near-infinite power.

Friends or foes?

Though they first met as enemies, Fireheart and Spider-Man have slowly gained a respect for each other. Fireheart paid for Peter and Mary Jane's honeymoon, and also offered his former foe a job with Fireheart Enterprises. The Puma even owned the *Daily Bugle* for a brief time and began a campaign to improve Spider-Man's reputation.

WEIGHTLIFTING
The Puma can lift approximately 12 tons under ordinary conditions.

Stronger and faster

The Puma is not only stronger than Spider-Man, his reflexes are also much faster. Even with his spider-sense warning of danger, the wall-crawler found it difficult to avoid Fireheart's first lightning-fast attacks.

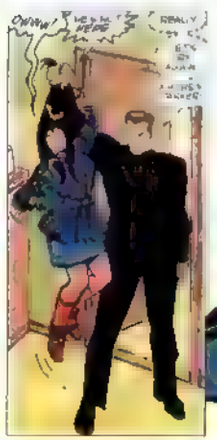
TOMBSTONE

Tombstone learned the art of [illegible] information at [illegible]

LONNIE THOMPSON Lincoln is an albino—he has no pigmentation in his skin, hair, or eyes. He grew up in Harlem, as a classmate of *Daily Bugle* editor Joe "Robbie" Robertson. Taller and stronger than most of the other neighborhood children, Lonnie quickly learned that his fists could get him whatever he wanted. He extorted money from the other kids, brutally beating them into submission if they failed to pay. Dropping out of high school, Lonnie found regular work as a muscle man for various local mobsters. He grew more brutal as the years passed, and his reputation spread across the underworld. Taking the name Tombstone, he became a hitman, and was eventually offered employment by the Kingpin (*see pages 70–71*).

The Enforcer

The Kingpin was trying to regain his control over the New York mobs, so Tombstone had plenty of work kidnapping and executing gangland rivals. When Joe Robertson learned that his old classmate was in town, he attempted to gather enough evidence to expose him. Tombstone responded by threatening Joe. Spider-Man finally captured Tombstone, and he was sent to prison. However, during an attempted prison breakout, Tombstone managed to capture the web head and almost beat him to death. Tombstone later escaped and joined a criminal organization run by Hammerhead and the Chameleon.



NOW IT'S PERSONAL! Lonnie Thompson vowed to protect Joe Robertson as Spider-Man. Later, when Tombstone became very personal, when his gangster threatened Mary Jane.

Tombstone stands 6 feet 7 inches tall.

School chums?

Tombstone [illegible]ed Joe Robertson through, in high school. Years later Joe gathered enough evidence to prove that Tombstone had murdered a local crime boss. Still completely terrified of the thug, Joe finally found the courage to stand up to Tombstone and testify against him.

CHILDHOOD FEARS Joe Robertson has feared Tombstone ever since they went to high school together.

Sweet revenge

When Robertson refused to leave Tombstone alone, the hitman responded by breaking the journalist's spine. Robertson has since recovered, and Tombstone has called off his vendetta against his former classmate.

SOLO

JAMES BOURNE was a popular student and a star athlete in high school, but he didn't know what he wanted to be when he grew up. Joining the army after graduation, he discovered that he possessed a natural flair for hand-to-hand combat. While stationed in West Germany, he met an officer named Melinda Wallace. They quickly fell in love, but their happiness ended when Melinda was murdered in a terrorist attack. After her death, James buried himself in his work. A few months later he was selected for a special forces operation called Omega Strike.

Betrayed

Solo eventually learned that three of his former teammates had betrayed Omega Strike in order to form their own terrorist-for-hire organization. He tracked them down and exposed their own form of justice.

INVOLVED, AGAIN! One [illegible] Solo [illegible] protect a [illegible] [illegible] He [illegible] [illegible]

Solo [illegible]

Omega Strike

Omega Strike had been created to combat terrorism. Two hundred candidates joined the program, but 10 grueling months later only 12 soldiers graduated. Cyber-chips were implanted in Bourne's brain and linked to his adrenal glands. The chips gave him the incredible ability to teleport at will. On their first mission, Omega Strike was betrayed from within, and Bourne's team was wiped out. Finding himself on his own, he began to go by the name of Solo, and vowed to rid the world of terrorists.

[illegible] appear to [illegible] [illegible] Solo [illegible]

Pouches hold [illegible]

Solo's sanctum

Solo works without permission [illegible]. He supports himself by appropriating funds and equipment from the terrorists he fights. He has a hi-tech secret base in the United States that is equipped with computers that constantly scan all forms of media for any mention of terrorism. From this sanctum, he can teleport anywhere in the world.

Solo often [illegible] [illegible] "[illegible] terrorists."

Different views

Long Tale has often cast the [illegible] together. Spider-Man believes that Solo is a reckless killer. Solo admires the web head's courage, but thinks he lacks [illegible] and the cancer that is terrorism.

He [illegible] made of [illegible] [illegible]

THE WEDDING

THE COURSE of true love rarely runs smoothly, especially for your friendly neighborhood web-slinger. Peter Parker had been attracted to Mary Jane Watson from the moment he first saw her. Although he thought she was beautiful and charming, they seemed to have little in common with each other. But as the years passed, their friendship grew and they started dating. Mary Jane knew that Peter was secretly Spider-Man, and she tried to avoid a serious relationship with him. But Peter was persistent. Fate kept drawing them together until the day Mary Jane stopped running...

A prize in every box

[illegible]

Try, try again

[illegible]

Mary Jane's veil was made of silk and lace.

WEDDING DRESS
Mary Jane's wedding dress was designed by renowned fashion designer Willi Smith.

Family ties

[illegible]

ROMANTIC REUNIONS
Mary Jane finally accepted Peter's proposal in the romantic surroundings of Pittsburgh International airport departure lounge

THE LADY SAYS, "YES"
After resolving things with her family, Mary Jane realized that there was nothing wrong with making someone else happy. She finally agreed to marry Peter Parker

At last...
With her family problems resolved, Mary Jane finally realized that it was time to stop running away from things. So she accepted Peter's proposal of marriage and the two returned to New York. Peter asked his old high-school rival, Flash Thompson, to be his best man. But the problems didn't stop there. As the big day approached, Peter began to have doubts. He remembered Gwen Stacy, and wondered what directions his life might have taken if she hadn't died. Mary Jane also had qualms, and a number of her old boyfriends tried to dissuade her from marrying Peter.

Surprise!
As news of their engagement spread, Peter and Mary Jane were showered with gifts and congratulations. Joe Robertson (see page 95) arranged a surprise party for Peter at the *Daily Bugle* and gave Peter a bonus check to help him pay for the wedding.

MARY JANE ARRIVES
Mary Jane arrived late for the wedding only to learn that Peter hadn't arrived

The big day
The wedding was scheduled to begin at noon on the front steps of New York's City Hall. Neither Peter nor Mary Jane arrived on time. As the clock edged toward one, their friends feared that both Peter and Mary Jane had gotten cold feet. Mary Jane was the first to arrive. At first she thought that Peter had jilted her, but he came running down the street a minute later. Mary Jane's uncle, Judge Spencer Watson, performed the ceremony and pronounced them man and wife.

Peter was carrying his suit as he arrived late and had to resort to wall crawling in order to reach the ceremony

THE NEW MRS. PARKER
Surrounded by family and friends, Peter and Mary Jane were married on the front steps of City Hall

KRAVEN'S LAST HUNT

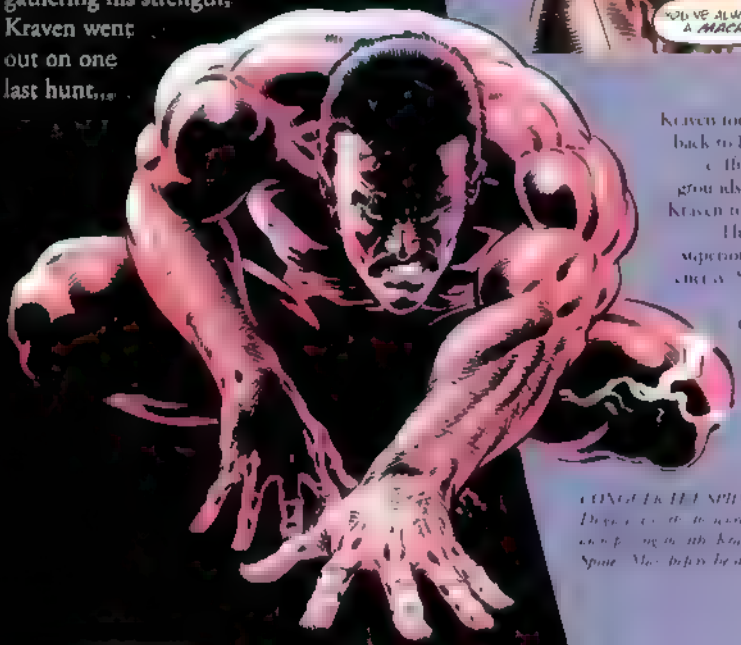
THERE WAS a time when the world marveled at his physical prowess. A period when his courage inspired awe and his exploits drew envy. An interval when he truly was the world's greatest hunter. That was before the environmentalists deserted him, and the animal rights activists condemned him. It was before he met Spider-Man. Before he knew failure and humiliation. Sergei Kravinov was aware that death was coming. He could sense its stealthy approach and could almost see it grinning in the shadows. But Kraven wasn't ready to die. He couldn't rest until he had reclaimed his honor and dignity. Until he had satiated his pride and proven his superiority. Until he had defeated Spider-Man. And so, gathering his strength, Kraven went out on one last hunt...

Fading powers

Kraven was still faster than a panther and stronger than a great ape, but he knew that he was no longer in his prime. Yet he believed that he would never know peace unless he humiliated Spider-Man. For nurturing a cleansing plan, he sought to immerse himself in Spider-Man's essence by burying his body within a veritable mountain of spiders and by using fungi, herbs and potions to expand his consciousness.

THE CAPTURE

Following recently returned from its hibernation, Spider-Man was on web-swinging patrol when he was unknowingly captured and drugged and appeared by Kraven. A [illegible] captured as his prey, Spider-Man [illegible] unconscious [illegible] and [illegible] the rifle and took in Kraven's [illegible] carrying the rifle, Spider-Man knew that he was [illegible] right beneath the [illegible]



CONQUERED SPIDER

Despite [illegible] the world at [illegible] time and to [illegible] Kraven [illegible] to conquer Spider-Man before he died.

Masquerade

Kraven took the wall-crawler's body back to his estate, placed him in a coffin and buried him on the grounds. But it wasn't enough for Kraven to merely slay Spider-Man. His hunter had to prove his superiority. He had to *become* his enemy. So, dressing in a duplicate version of Spidey's own costume, Kraven assumed Spider-Man's identity.

New justice

Kraven began to patrol the city, dispensing his own vicious brand of justice. He even rescued Mary Jane from muggers, but she immediately saw through his disguise.

Spider imposter
Unlike Spider-Man, Kraven actually looked [illegible] he came across.

A rabid beast
More rat than man, Vermin's claws can slash through metal and his teeth are razor sharp. He has a taste for human flesh, too.

Resurrection
As Kraven claimed victory over Vermin, the real Spider-Man stirred—he had only been drugged by Kraven. Buried deep in the ground, Peter Parker opened his eyes. Desperate to be reunited with Mary Jane, he broke his way free of the coffin and began to crawl upward, clawing his way to the surface. Two weeks had passed since Kraven had buried him alive. After a brief visit to assure his wife that he was still alive, Spider-Man began to hunt the hunter.

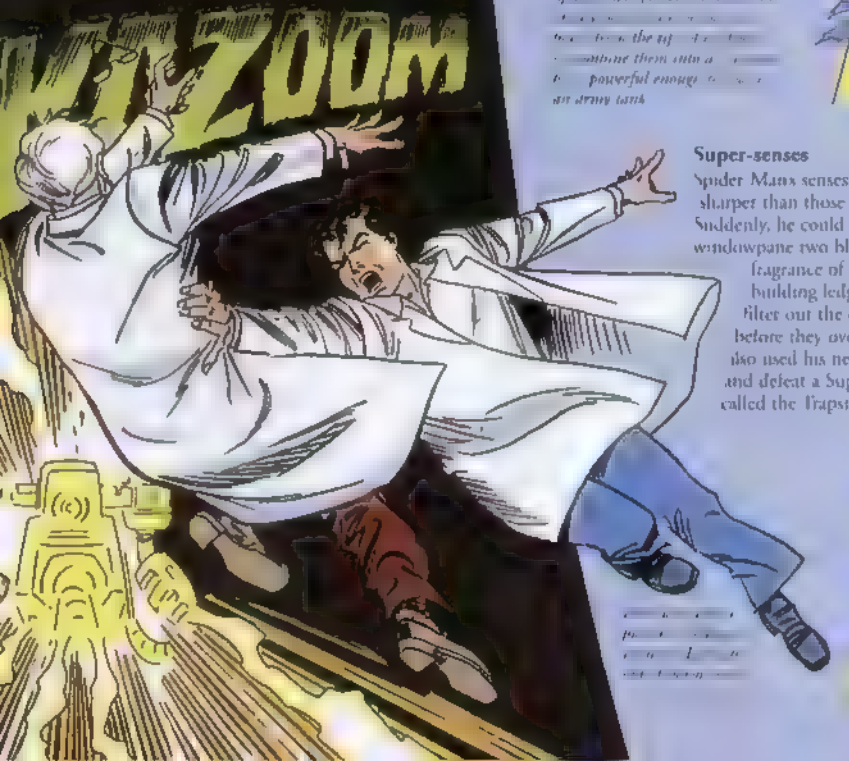
Compassion not vengeance
Through sheer brutality, Kraven had battered Vermin into submission. He took the monster into custody because he wanted to see if Spider-Man was powerful enough to do the same. But the web-swinger had nothing to prove. He didn't care what the hunter thought and had no desire to inflict pain.

Blood and thunder
Filled with fury, Spider-Man attacked Kraven, who didn't bother to resist. The hunter merely smiled—he had won. He had allowed Spider-Man to live when he could have easily killed him. Kraven had finally proven himself superior to Spider-Man. When the wall-crawler refused Kraven's challenge to fight Vermin, the monster attacked him. Kraven immediately acted to save his old enemy, but released Vermin. Having achieved what he set out to do, Kraven allowed Spider-Man to pursue Vermin. The hunter then committed suicide.

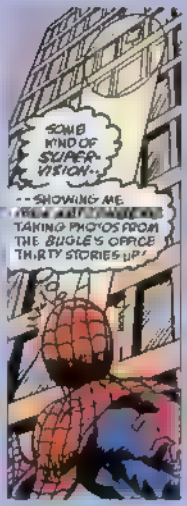
Spider-Man trapped Vermin by leading him out of the sewer and into the tavern where the creature was left dazed and confused.

COSMIC SPIDER-MAN

WHILE SPIDER-MAN is no slouch when it comes to physical power, he's never exactly been the strongest costumed hero on the block. Iron Man, the mighty Thor, the Incredible Hulk, and the ever-loving blue-eyed Thing are all much stronger. It can even be argued that Super Villains such as Doctor Octopus, the Sandman, and the Scorpion possess far greater raw power. However, that all changed when a laboratory accident exposed Peter Parker to an unknown energy source. He was transformed into the cosmic Spider-Man.



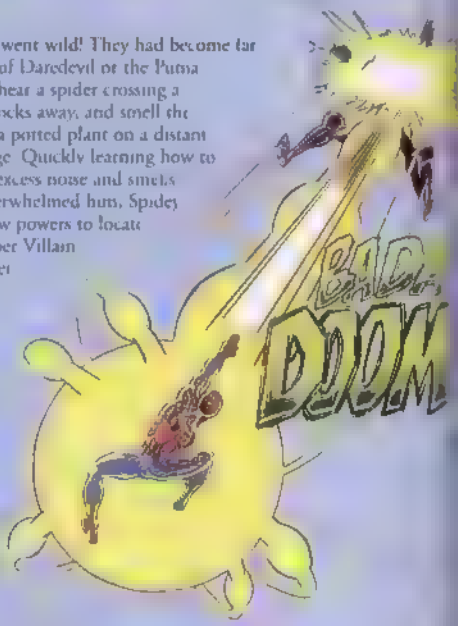
WEBBING CONTROL
[illegible] accident, Spider Ma[illegible]ered that [illegible] his webbing [illegible]ly turn any [illegible] that he [illegible] manipulate the webbing in whatever way he wanted

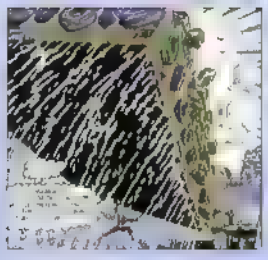


Exposed
While pursuing [illegible] Parker [illegible] energy, [illegible] the explosion [illegible] Changing into Spider-Man, Peter spotted a live wire falling toward a [illegible] He [illegible] when he wasn't harmed by [illegible] of electricity

[illegible] manipulate them into a [illegible] powerful enough [illegible] an army tank

Super-senses
Spider Man's senses went wild! They had become far sharper than those of Daredevil or the Puma. Suddenly, he could hear a spider crossing a windowpane two blocks away, and smell the fragrance of a potted plant on a distant building ledge. Quickly learning how to filter out the excess noise and smells before they overwhelmed him, Spidey also used his new powers to locate and defeat a Super Villain called the Trapster.





CAPTAIN SPIDER-VERSE
Spider-Man's new powers had actually come from a mysterious extra-dimensional entity known as the Enigma Force. It bestowed its Uni-Power on various individuals, turning them into a being known as Captain Universe and giving them superhuman powers long enough to cope with a specific crisis. Spidey was merely the latest Captain Universe.

Super-duper battles

As Spider-Man grew more comfortable with his cosmic powers he found himself fighting a different class of Super Villain. During a battle with Magneto, the archenemy of the uncanny X-Men, Spidey eventually drove the master of magnetism away when the villain realized that he couldn't take on the cosmically charged Spidey on his own.

SUPER HEARING
Thanks to Spidey's super [illegible] could actually pinpoint [illegible]

Too much power

With the aid of Doctor Doom, a Super Villain named Goliath discovered a way to transfer the Spider-Man power into himself. Goliath grew stronger and bigger every time the web-head hit him. Realizing that each growth spurt increased the strain on the giant's heart, Spidey kept pounding away. Eventually, Goliath became so overloaded with power, that he collapsed under the pressure.

The Tri-Sentinel

While Spider-Man didn't particularly like being drafted by the Enigma Force, [illegible] his menace proved to be in the form of three massive Sentinel robots. In an act of spite, the evil god Loki caused these robots to [illegible] a superpowered robot—the Tri-Sentinel (see page 131). Loki then instructed the robo to create as much damage as possible.

Great responsibility

The Tri-Sentinel attempted to cause a nuclear meltdown at a research facility that bordered Manhattan. The web-covered Captain Universe summoned the full power of the Enigma Force and incinerated the Tri-Sentinel in a novalike blast. After the crisis, the exhausted Spider-Man returned to normal.

VENOM

VENOM IS actually two separate beings Eddie Brock and the alien symbiote that once masqueraded as Spider-Man's costume. Both of them have their own reasons to hate Spider-Man. A chance meeting allowed Eddie and the alien to join together and become the most vicious mass of mayhem that Spider-Man has ever faced. Venom possesses all the powers of both Spider Man and the alien symbiote. He is also far stronger than Spider-Man, and he can use the alien symbiote to disguise himself to look like anything he can imagine.

Bonded in Hate

Eddie Brock was once a respected reporter who worked for the *New York Globe*, a rival of the *Daily Bugle*. For a while, he was a media star, following his exposé of a man who had confessed to being the serial killer called the Sin-Eater. However, Spider-Man caught the real Sin-Eater—the man Eddie turned in was a compulsive confessor. As a result, Eddie was fired from his job and his wife left him. With his career and personal life shattered, Eddie blamed Spider-Man for his loss. He wandered from church to church, praying for forgiveness for his hatred of Spider-Man. At Our Ladies of Saints Church, Eddie's fierce emotion somehow awakened the dormant alien symbiote that had remained in the church after its final encounter with Spider-Man (see page 108-109). The symbiote flowed over Eddie and they joined to become Venom.

Nowhere to hide

With its superior strength and the symbiote's additional powers, Venom always had an edge when battling Spider-Man. Eddie could also stalk Spider without struggling against the wall-crawler's spider-sense. (see pages [illegible])

Venom victorious

Determined to destroy Spider-Man, Venom lured the wall-crawler to Saint Sebastian for a final battle. Once Spider-Man conceived a bold plan, he arranged for the boy who wanted to be invisible to be rescued, but by the time he was in position, there was no time to stop Venom. He used the symbiote's darkness to contain all the evil and will to power.

Lethal protector

Eddie has always considered himself the archetype of the weak and helpless. He was picked on, he was always betrayed, but now, with the power of Spider-Man, he is the measure. Venom prefers to spin a web of terror around his victims, rather than rescue them. Venom felt powerless when Saint Sebastian's defiance, the only lethal weapon, disarmed his own hatred. Instinct, help, trust, he needed all these to overcome the prejudices he judged by.

Exposed

After his battle on the South Sea island, Peter believed that he had finally seen the last of Venom. But this was not so! When a series of events called [illegible] (see pages 176-177) revealed that [illegible] had created his surrogate, with its own symbiote, Peter was forced to seek Venom's help against [illegible] new super foe.

Uneasy allies

As with their battle against the serial killer Carnage, Spider-Man and Venom are soon [illegible] to set their differences aside and [illegible] against common foes. However, [illegible] they [illegible] that those [illegible] always [illegible] sides, and have [illegible] before.

SPIDER-MAN IN THE '90S

AS THE 1990s began, Todd McFarlane left *Amazing Spider-Man* to write and draw a new monthly comic. Simply called *Spider-Man*, its debut issue sold over three million copies.

Marvel also featured everyone's favorite web-head in a series of original graphic novels such as Charles Vess's stunning *Spirits of the Earth*. J.M. DeMatteis and Mike Zeck's haunting *Kraven's Last Hunt* was also published as a hardcover novel.

The list of Spidey's contributors grew to include Erik Larsen, Ron Lim, Sal Buscema, Bill Sienkiewicz, Mike Wieringo, Chris Marrinan, Tom Lyle, Jae Lee, Marshal Rogers, Ann Nocenti, and Todd DeZago. Even I was asked to return!

Spider-Man #1 [illegible]
[illegible]
[illegible]

Anxious to spark even more sales, Marvel began to feature big events in the spider-titles. Special foils and printing techniques were added to the covers. Old titles were canceled and quickly replaced with new ones. Longtime characters experienced major changes, and some were even killed off.

Recalling the Jackal and Spider-Man's clone from Gerry Conway's run, writer Terry Kavanagh proposed a storyline that would rock the very foundation of the Spider-Man mythos—what if the current Peter Parker was actually the clone? So started the Clone Saga.

Having nearly exhausted their supply of big events, the team at Marvel had one last stunt in mind. They decided to cancel all the spider-titles and start the new millennium from the very beginning.

Amazing Spider-Man #365 (Au[illegible]
Spider-Man's 30th anniversary
(Cover is a hologram based on A[illegible]

NINETIES

1991

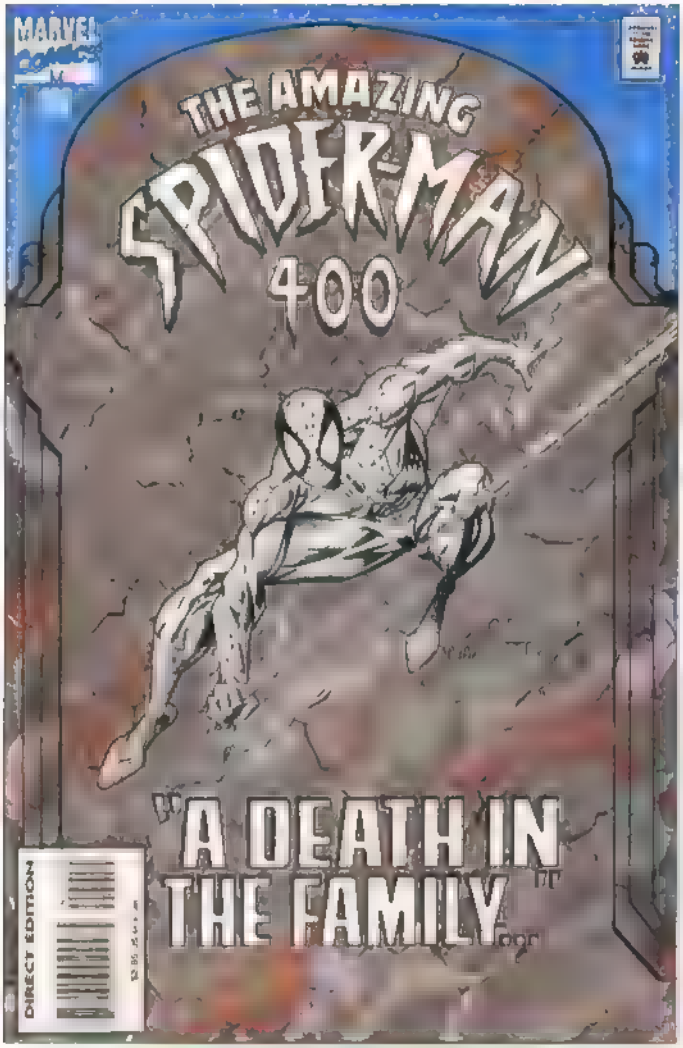
Amazing Spider-Man
#350 (Aug. 1991)
350th issue

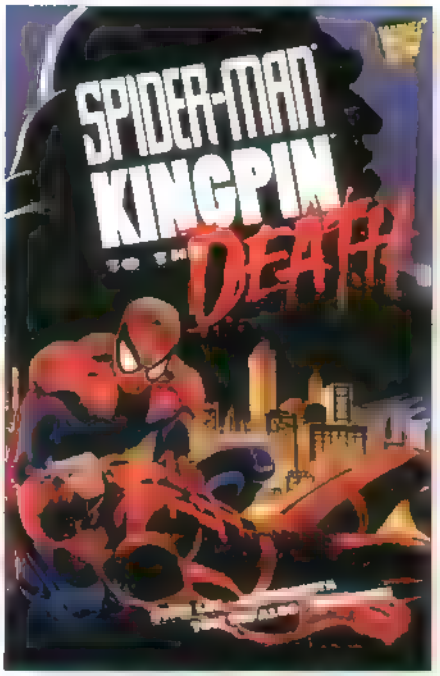
1993

Spectacular Spider-Man
#200 (May 1993)
Death of Harry Osborn

1994

Amazing Spider-Man
#[illegible] (Aug. 199[illegible])
Peter [illegible] Spidey





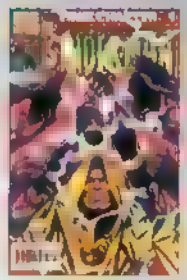
Spider-Man: Kingpin: [illegible] Death [illegible]

Amazing Spider-Man #4th [illegible] 1999

1996

Sensational Spider-Man
#1 [illegible] 1996
Written Ben Raab [illegible] Spidey

1998



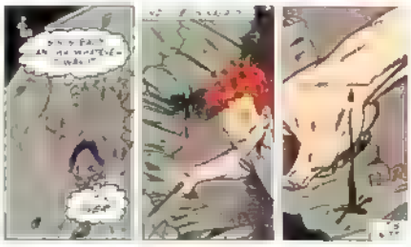
Amazing Spider-Man #411
Nov. 1998
The end of Amazing Spider-Man

1999

Amazing Spider-Man
vol. 2 #1 Jan. 1999
Title relaunched

CARNAGE

CLETUS KASADY was a notorious serial killer even before he became Carnage. His first victim was his father, and he even claims to have murdered his mother, too. Cletus was raised as an orphan at the St. Estes Home for Boys in Brooklyn. A small and shy child, Cletus was often terrorized by the older residents. He was transferred to another establishment when a fire burned St. Estes to the ground, killing many of his classmates as well as the home's dean of discipline. As Cletus grew older, an alarming number of his acquaintances seemed to die under mysterious circumstances. A girl who laughed at him when he asked her on a date was pushed in front of a bus, and an alcoholic foster father was found beaten to death in a neighborhood alley. By the time he reached his early twenties, Cletus Kasady had been convicted of 11 murders, but bragged of dozens more.

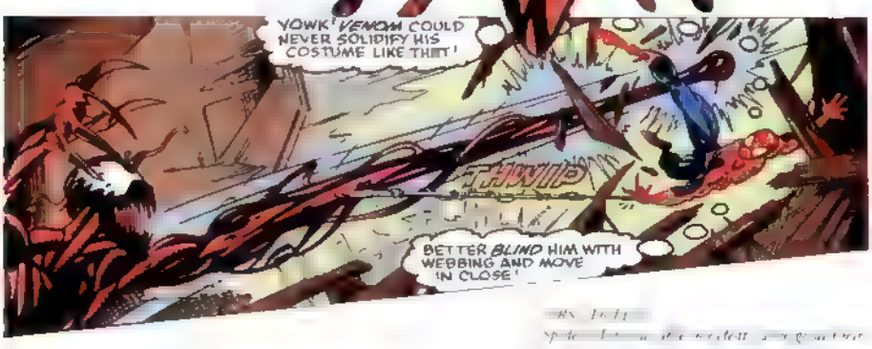


Dangerous spawn

Shriek

Superhuman strength

Separate weapons



Total Carnage

Carnage vs. Jameson

SPIDER-MAN'S PARENTS

PETER PARKER was only a young child when he lost his parents. Richard Parker had taken a new job that required him to go overseas for a few months. Since his wife, Mary, was going with him, he asked his older brother to look after their child while they were gone. Peter's only clear memory of his father is of their farewell at the airport. Peter also remembers that his mother had tears in her eyes when she kissed him goodbye. He never saw them again, because they died a month later. As he grew older, Peter noticed that his Uncle Ben and Aunt May rarely spoke of his parents. They were reluctant to discuss Richard and Mary until one fateful day.

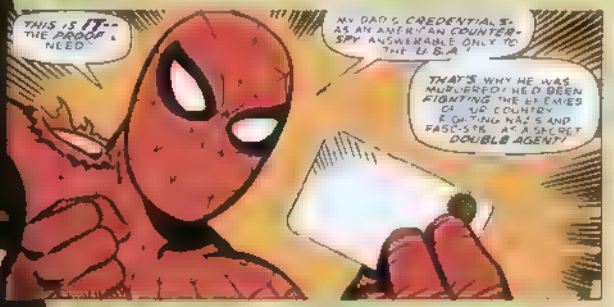
Traitors

While moving an old trunk into the basement the teenage Peter Parker discovered some old newspaper clippings which claimed that his parents were traitors who had been plotting against the government. The teenager was racked with confusion. He forced Aunt May to reveal that his parents had died in a plane crash in Algeria under mysterious circumstances.

QUESTIONS: Desperate to earn the truth about his parents, Peter [illegible] Spider-Man [illegible] Algeria to find out what had happened.

The Red Skull

Arriving in Algeria, Spider-Man searched the Casbah hunting for the contact his aunt had told him about. His search attracted the attention of the man he sought, who sent out a group of thugs to stop the wall-crawler. Beating them off, Spider-Man discovered the whereabouts of his contact. Tracking down the lodgings he was led was shocked to discover that his adversary was none other than the fascist terrorist, the Red Skull!



UNDERCOVER: The letter sent by the Red Skull expected to see the destruction of the Parker family, but Spider-Man [illegible] the letter [illegible] the parents [illegible] found the proof to clear their names. The letter [illegible] agents [illegible] Soviet government [illegible] not traitors after all.

Unexpected return

Many years later, following the fall of the Soviet Union and the release of political prisoners from behind the old Iron Curtain, a middle-aged couple arrived at JFK International Airport. They took a taxi to Forest Hills, Queens. May Parker almost fainted when she saw them. Richard and Mary had seemingly returned from the dead! According to the Parkers, Russian agents had kidnapped them many years ago, taking them prisoner before they could board the plane.

[illegible] Richard and Mary Parker [illegible] for the U.S. government [illegible]

His greatest secret
After spending weeks getting reacquainted with his parents, Peter Parker revealed his greatest secret to them

BETRAYED Spider-Man was shocked when he found his parents with the Chameleon (see pages 40–41) *and the Vulture* (see pages 42–43)

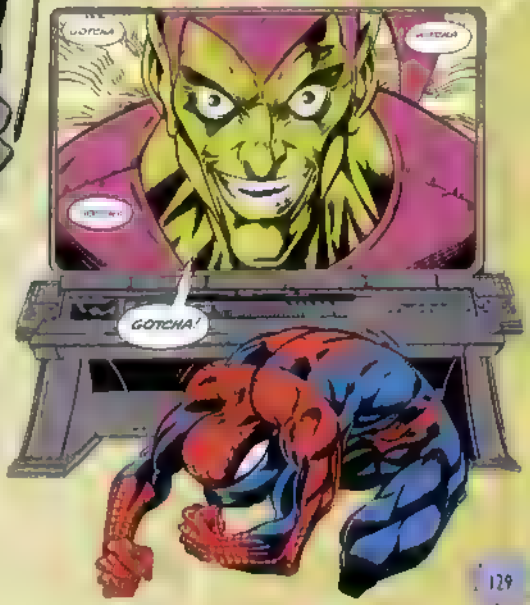
A mother's love
Though Richard was perfectly willing to betray Peter, Mary hesitated. She had been programmed to think of Peter as her own son and had grown to love him. When Spider-Man confronted them, Richard instantly began to morph, transforming into a deadly engine of destruction. Torn between her conflicting programs, Mary stopped Richard from revealing Spider-Man's true identity and was forced to terminate her robot husband.

Richard Parker was in reality a killer droid who could extend his steel-plated limbs and mold them into barbed spikes

Robot imitators
But heartbreak loomed for Spider-Man. The "people" Peter thought were his parents were actually highly sophisticated robots. They had been programmed by the Chameleon to mimic Richard and Mary Parker.

DYING WORDS [illegible] *that she loved him.*

Game over
Devastated and furious by the deception, Spider-Man pursued the Chameleon and eventually captured him. That's when the web-head learned that someone else had encouraged the Chameleon to create the Parker robots, supplying the criminal with all the necessary information. The Chameleon, the Vulture, and the robots had all been pawns of Harry Osborn, the Green Goblin (see pages 54–55)



CARDIAC

CARDIAC IS a man torn by conflict. As Doctor Elias "Eli" Wirtham, he is a dedicated physician and surgeon who has vowed to uphold the Hippocratic oath. While still a child, Elias's older brother, Joshua, died of a rare and incurable disease. Elias decided to become a healer. After graduating from medical school, he learned that a chemical company had produced a new drug that could have saved his brother. The company had kept the drug off the market until the economic climate was more favorable. Though the company was innocent of any wrongdoing in the eyes of the law, its corporate greed had killed Joshua. Since someone had to bring such immoral practices to a halt, Elias took on the role of Cardiac.

THE BIO-VIGILANTE

Cardiac never intended to fight Spider-Man. He actually admires the web-head and believes that they are working on the same side. They first met while Spidey was investigating Sapridyne Chemicals. He had heard a rumor that the company was creating perfectly legal chemicals that were needed to process cocaine, and was exporting them to South America. Spidey came to shoot a few incriminating photos and to expose the company to the public. Cardiac, on the other hand, came to destroy the place.

Other adversaries

Spider-Man isn't the only superpowered foe that Cardiac has battled. He has taken on the Rhino (*see page 66–67*) and a pair of assassins called Styx and Stone. He even clashed with Chance (*see page 107*) when they both tried to kill a businessman who produced sonic enhancers that caused serious side effects.

Man into machine

Elias Wirtham underwent a series of extremely painful operations in order to become Cardiac. His heart was surgically replaced with a compact beta particle reactor. His entire body was encased within a layer of vibranium flesh, pseudoskin, which was specifically designed to channel beta particles into his muscles and weapons.

Cardiac often uses a remote controlled, beta propelled company hang glider that [illegible] piece off.

Cardiac's staff can be concealed, but he uses it as a fighting staff. It can also unfurl to the size of a baton.

An imperfect world

Cardiac knows that he doesn't live in a perfect world. He wants to save lives, but often has to take them. He is haunted by every death he causes. But he cannot stop his crusade—his compassion makes him ruthless, and his desire for justice compels him to break the law.

WHAT A MAN
Cardiac's physical abilities have also given him superhuman strength, speed and stamina.

Cardiac's costume is made of a painted steel helmet. It includes numerous pockets and pouches that hold a wide array of tools and additional weapons.

TRI-SENTINEL

ALTHOUGH THE Spider-Slayers were built for the sole purpose of destroying a certain web-head, the Tri-Sentinel was made by people who couldn't have cared less about Spider-Man. They just wanted to hunt mutants. Mutants are people who have been born with a genetic difference that usually gives them special powers, such as the ability to read minds. The highly sophisticated Sentinel robots were created to eliminate these mutants. When three new, heavily armed Sentinels came off the assembly line, Loki, the Asgardian god of mischief, used his magic to merge them into a single monstrosity—the terrifying Tri-Sentinel.

Day of its Return

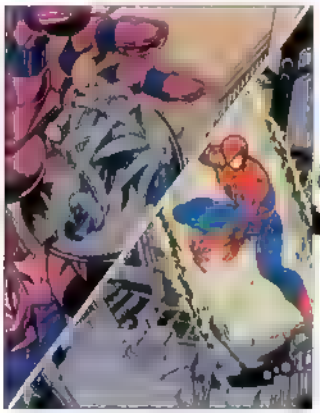
Spider-Man defeated the Tri-Sentinel the first time they fought (*see pages 118–119*). The second time he wasn't so lucky. Spider-Man and the superpowered teenager Nova were trying to locate some highly dangerous Antarctic vibranium that had been stolen from Empire State University. They tracked it to a mountain retreat where they discovered a well-funded survivalist group called the Life Foundation. The Foundation had rebuilt the Tri-Sentinel for its own purposes, but, once activated, the robot rejected its new programming and renewed its efforts to destroy Spider-Man.

Unstoppable

When it emerged from a single [illegible] the Tri-Sentinel appeared to be a virtually indestructible engine of destruction. It stood [illegible] 30 feet tall, and each of its six hands was equipped with a blaster array that could fire electromagnetic lasers, knockout gas, and clouds of [illegible] steam.

[illegible] that had been [illegible]

[illegible] Nova [illegible] easily lift [illegible] 100 ton.



[illegible] Spider-Man and Nova [illegible]

[illegible] Spidey probably [illegible]

THE DEATH OF HARRY OSBORN

PETER PARKER and Harry Osborn met in college and became the best of friends (*see pages 14–15*). Their friendship became strained when Harry turned to drugs. It degenerated even further when Harry learned that his father was the first Green Goblin and that Peter was Spider-Man. Soon after his father's apparent death, Harry became the second Green Goblin (*see pages 88–89*). But Peter Parker refused to abandon his former roommate. He kept trying to find a way to help his old friend, until the Osborn legacy eventually led to Harry's death....

Mary Jane Parker feared for her life when the Green Goblin kidnapped her

Descent into madness

Harry Osborn seemed to settle down after he married Liz Allen. He stopped being the Green Goblin, and became the president of Osborn Industries. His wife eventually gave birth to their only child, Normie, and it seemed like Harry Osborn was finally destined to live happily ever after. But the memories of his painful childhood slowly began to resurface. Seething with hatred, he donned the guise of the Green Goblin once again and vowed to destroy Spider-Man. To create the maximum impact, he kidnapped Mary Jane.

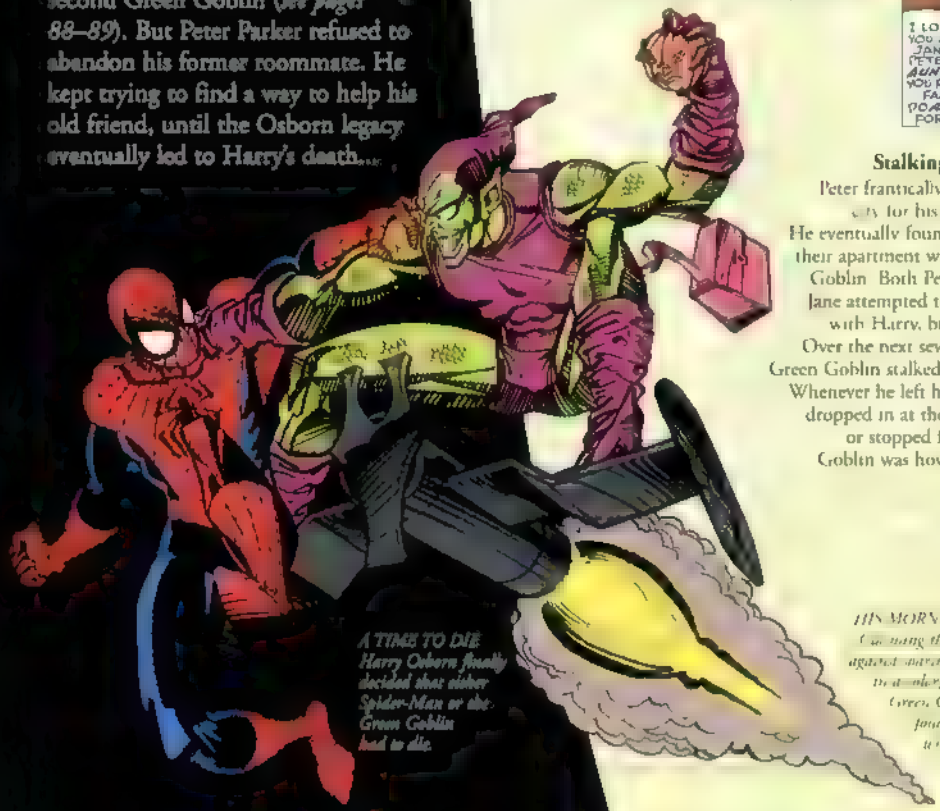
A solemn promise

Dressed as the Green Goblin, Harry took Mary Jane to the bridge where his father had killed Gwen Stacy (*see pages 82–83*). Mary Jane assumed that she was about to die, but she refused to beg Harry to spare her. Harry was completely taken aback by her reaction. She was one of his dearest friends, and he promised her that he would never harm her. He only wanted to kill Spider-Man.

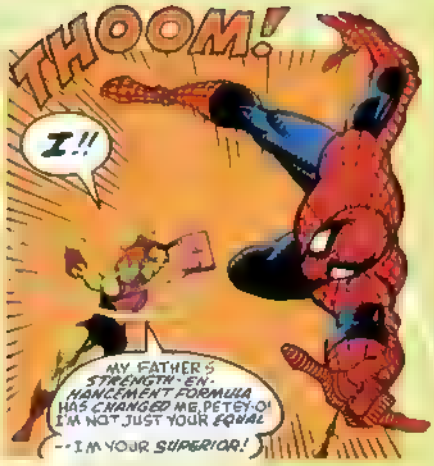
Stalking the spider

Peter frantically searched the city for his missing wife. He eventually found her back at their apartment with the Green Goblin. Both Peter and Mary Jane attempted to make peace with Harry, but he refused. Over the next several days, the Green Goblin stalked Peter Parker. Whenever he left his apartment, dropped in at the *Daily Bugle* or stopped for lunch, the Goblin was hovering nearby.

THIS MORNING, RODNEY, I'M hoping there was no ulterior motive behind your coming round to drop off the rent. The Green Goblin began to follow Peter Parker wherever he went.



A TIME TO DIE Harry Osborn finally decided that either Spider-Man or the Green Goblin had to die.



Other targets

Peter Parker wasn't Harry's only target. He also planned to get revenge on everyone who had ever betrayed his father. Harry announced the formation of a new charitable organization, The Norman Osborn Foundation. He purchased a townhouse and prepared to launch his new charity with a major gala. The guest list included celebrities, politicians, and business leaders. All were former associates of Norman Osborn. Harry secretly wired the townhouse with enough explosives to level a city block—because he intended to kill them all.

Final plea

Spider-Man had no idea that his wife, Mary Jane, was also visiting the townhouse with Harry's son. Normie. Mary Jane begged Harry to get help to try and cure himself, but as he began to waver, an angry, suddenly sobered Spider-Man had arrived. Realizing that the time had finally come to finish their war, Harry left to murder his former best friend. In the fight that followed, he and Spider-Man exchanged bone breaking blows. But when brute strength failed to overwhelm Spidey, Harry resorted to drugging his old enemy. Then he activated a timer that would cause the whole building to explode, forgetting that both Mary Jane and his son were inside as well!

Building suspense

Tired of the constant harassment, Spider-Man struck back. He attacked the Green Goblin, who merely laughed in his face and threatened to make a formal complaint against him for assault. Though Harry intended to kill Spider-Man, he wasn't sure just when he would get around to it. He liked tormenting Peter and keeping him in suspense. In addition, Harry had taken a strength-enhancing potion to overwhelm Spider-Man once he decided to attack. Time and strength were on his side—or so he thought.

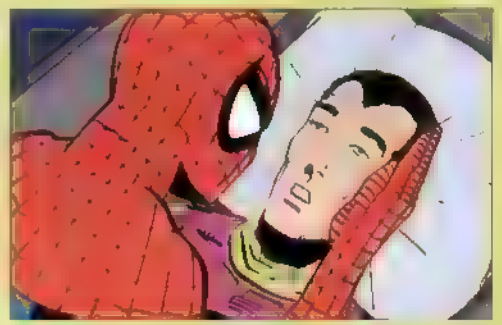
THROUGH THE ROOF
Spider-Man was on the roof of the townhouse when the Green Goblin suddenly exploded through a skylight to begin their final battle.

SECRET TOUR
Spider-Man feared that Osborn was getting more dangerous, so he decided to take a secret tour of the Osborn Foundation's new townhouse.

FLYING TO SAFETY
While Spider-Man lay drugged and eclipsed, Harry Osborn rushed to get his son and Peter's wife from the house.

Redemption

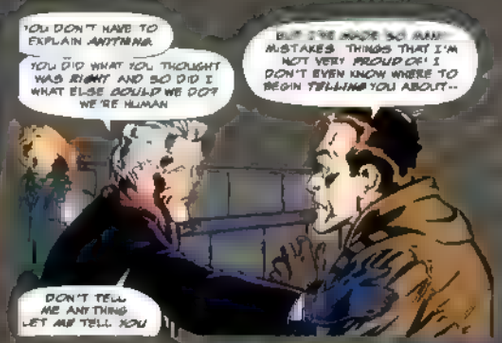
Once Mary Jane and Normie were safe outside the building, Harry came to his senses and realized that he had left Peter to die. With only seconds remaining on the timer, Harry reentered the townhouse and emerged with Spider-Man in his arms. Peter and Mary Jane tried to thank him when, suddenly, Harry began to convulse. His strength-enhancing formula was poisoning his system. The ambulance arrived to take Harry to hospital, but there was nothing the medics could do. Harry Osborn died with his best friends at his side.



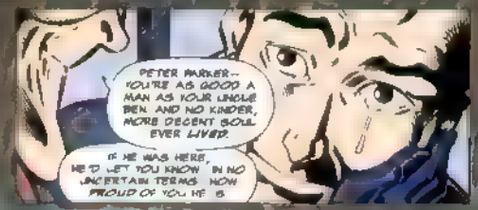
MAKING PEACE
As Harry Osborn lay dying, he finally made his peace with Spider-Man.

AUNT MAY'S DEATH

MAY PARKER always held a very special place in Peter's heart. She and her husband, Ben, welcomed the young child into their home after the tragic death of his parents. After the murder of Uncle Ben, Peter and his aunt grew even closer. He could always depend on her for sympathy, support, and advice. But May's health was frail, and her condition continued to degenerate over the years. She began to experience dizzy spells and eventually collapsed. The hospital doctors feared the worst, but May recovered slightly and insisted on returning home for one final week with her nephew and his wife.



A surprising revelation
Over the next week, Peter spent many hours with his aunt. May asked him to take her to the top of the Empire State Building, where she used to go with Ben when they were dating. As they stood at the view Aunt May asked Peter how it felt to swing over the city, and she revealed that she had always known that her nephew was secretly Spider-Man.



Her time
After their trip to New York, Aunt May grew weak. [illegible] sure that her health was rapidly deteriorating and he wanted to rush her back to the hospital, but she refused to go—she didn't want to see any more doctors. She just wanted to spend the time she had left with her nephew. Aunt May had realized [illegible] had [illegible] where to say goodbye. She had had a good and happy life, but now she had to take the final journey—it was time.

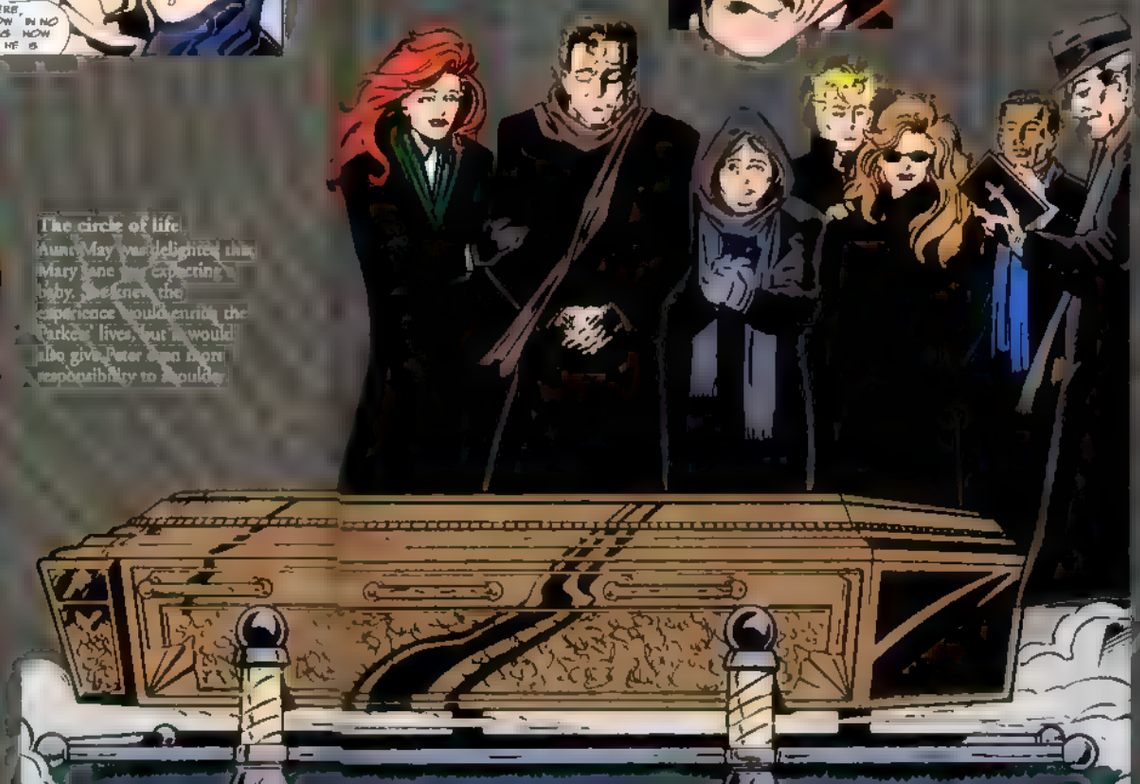
Passing
As his aunt lay dying, Peter reminded her how she used to read *Peter Pan* to him as a child. Peter quoted lines from the book as his aunt passed away.

Remembering May
After May's funeral, the mourners gathered at Peter and Mary Jane's home to share their grief and remember a remarkable woman. Though this loss would haunt him for years to come, Peter was also brimming with gratitude over all the gifts his aunt had given him. He recalled May's wry humor, her unconditional love, her stubbornness, and the way she had mollycoddled and fussed over him. He pictured her uncanny ability to bounce back from tragedy and the zestful manner in which she embraced life.

SEARING LESSON
May Parker was finally laid to rest beside her cherished and adored husband, Ben.

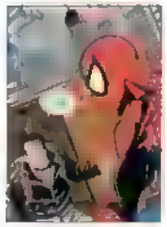
INTUITION
As soon as she saw Mary Jane, Aunt May immediately realized that Peter's wife was pregnant. May congratulated the couple, and recalled how hard she and Anna Watson had worked to get them together.

The circle of life
Aunt May was delighted that Mary Jane was expecting a baby. She knew the experience would enrich the Parkers' lives, but it would also give Peter even more responsibility to shoulder.



THE CLONE SAGA

SHORTLY AFTER Aunt May fell into her final coma (*see pages 134–135*), Mary Jane received a phone call from a young man who claimed to be an old friend of the family. She immediately informed him of May's condition, but he hung up before she could catch his name. The man then packed his meager belongings, mounted his motorcycle, and began the long trek to New York City. He had secretly been in contact with May Parker for the past five years, and he was determined to see her before she died. He called himself Ben Reilly, and he was the clone of Peter Parker (*see pages 86–87*).



Ben and Peter first met on a rooftop in New York.

HIDDEN PERILS
A new threat to humanity, Ben Reilly began often to use his spiderlike powers to help those in need.

BEN REILLY

Contrary to what Peter believed, the Spider Clone hadn't been killed in the explosion that took the life of Professor Miles Warren, alias the Jackal. Instead, the clone had regained consciousness in the smokestack where Peter had left him, and he went off to make a new life for himself. Armed with Peter's memories and spiderlike powers, he took the name Ben Reilly: Ben, after the uncle who had taught him so much about responsibility, and Reilly because it was Aunt May's maiden name. For five years, he wandered the country, using his powers to help people whenever needed. But now he was returning home, and Peter Parker's life would never be the same.

Peter and Ben shared a life-or-death struggle, and a year later they met a third spiderlike.

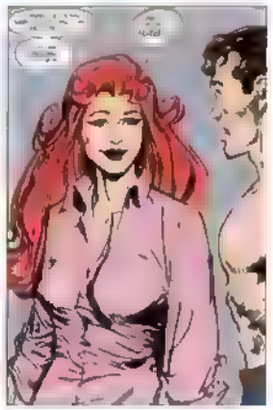
Once a hero

Though he only came to New York to say goodbye to Aunt May, Ben really couldn't resist playing the hero. When he learned that Peter Parker was in danger, Ben immediately donned a makeshift costume and went out [illegible]

Peter had gone to extraordinary lengths and skill as a crime fighter. But Ben [illegible] to enjoy it [illegible] more.

SPIDER TROUBLE
New York didn't need two Spider-Men. So Peter eventually gave up his [illegible] costume [illegible] ranger.

CLOSE BROTHERS
Peter and Ben pooled the sum memories they shared. They finally [illegible] the Kaine.



Questions, questions

When Peter Parker first saw Reilly, he was convinced the man was a fake, one of a trick masterminded by Harry Osborn. He had to be some kind of other dimensional doppelganger, a mirror state of the [illegible] created by the Clone (*see page [illegible]*). As Peter [illegible] started to accept the fact that Ben was the Spider Clone that had been created by the Jackal, an intriguing question emerged. Was it possible that Peter was the clone and Ben the origin[illegible]

A SPIDERLIKE REVELATION
After months of uncertainty, Ben and Peter finally determined who was the original Parker.

The greatest responsibility

When Mary Jane revealed that she was pregnant, Peter's priorities suddenly changed. Raising a family was an awesome responsibility. Not only did he need to get a better paying job so that he could provide a stable environment for his child, but he also began to wonder if it was fair to expect Mary Jane to [illegible] his wife.

FLASHBACK
Soon after Ben recovered, Peter told the Jackal's [illegible] He [illegible] them [illegible] with a genetically altered body [illegible] superhuman [illegible] [illegible] from Spider-Man [illegible] Peter's [illegible] [illegible] and wrenching to [illegible] [illegible] [illegible] together [illegible] Ben [illegible] the Jackal's [illegible] main plan.

A new Spider-Man in town

After months of uncertainty, Ben and Peter finally decided to conduct their own tests to determine who was the clone. Peter was driven to the brink of insanity when the results indicated that Ben was the original. With Mary Jane's help, however, Peter came out of his depression, and realized that everything had worked out for the best. He voluntarily gave up his life as a costumed crime fighter and moved to Portland, Oregon, where he and Mary Jane planned to start a family. Meanwhile, Ben stayed in New York and took on the role of Spider-Man.

SCARLET SPIDER

In an attempt to distance himself from Peter Parker, Ben began to dye his hair blond.

AFTER HIS first reunion with Peter Parker (*see pages 136–137*), Ben Reilly decided to stay in New York for a few days before moving on. He visited some old haunts and even stumbled upon a robbery in progress. Though the police arrived before anyone could be hurt, Ben immediately realized that it was only a matter of time before he would be forced into action. Thinking of all he had missed over the years, Ben journeyed to the warehouse where Peter Parker had cornered the burglar who shot Uncle Ben. He remembered Peter's vow to use his power to protect the innocent and realized that he also had a great responsibility.

AVOIDANCE

Ben Reilly was [illegible] in the home of enemy from his past, had followed him to New York City

A NEW LIFE

So, Ben became the Scarlet Spider and used this identity for the period when both he and Peter were in New York. However after Peter left for Portland, Ben became Spider-Man, a role he continued to fulfill until his death (*see pages 142–143*).

New weapons
The Scarlet Spider invented impact webbing, which encased a target with a web cocoon, and stingers, which were [illegible] web missiles that exploded on contact.

Ben's costume contained [illegible] he fought at New York Museum of Natural History.

Unlike the Spider-Man [illegible] Venom, the Scarlet Spider [illegible] capture him.

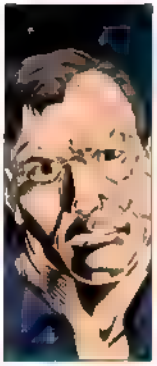
Back in the swing
As Ben pondered his future he learned that Venom was in town. Wondering why Peter had never been able to defeat this madman, Ben quickly threw together a makeshift costume and went hunting for him. Venom seemed to have the advantage at first, but then Ben introduced some new weapons into his spider arsenal. With the aid of his new impact webbing and his stingers, the Scarlet Spider finally managed to capture Venom and turn him over to the authorities, succeeding, where Spider-Man had so often failed.

KAINE

TO THE world at large, he is a cold-blooded killer, a remorseless assassin-for-hire who leaves his distinctive brand on the faces of his victims. But few know the truth about Kaine. He is actually a clone of Peter Parker, the first of Professor Warren's re-creations to reach maturity (*see pages 86–87*). However, since Professor Warren was still perfecting his cloning technique, Kaine soon developed a condition called clone degeneration, the symptoms of which have left him horribly scarred.

More Monster than Man

Warren considered Kaine a failure and discarded him. Forced to fend for himself, Kaine turned to crime, using his spiderlike strength and agility to brutal effect. Kaine believed that Ben Reilly was the original Parker and secretly stalked him across America. He hated Ben, and did everything in his power to spoil the quality of Ben's life. He even followed Ben to New York, where he came across the original Peter Parker.



THE MARK OF KAINE
Kaine often strips the flesh from his victims' faces, and leaves a hideous scar.

Due to complication with the cloning process, Kaine is faster, stronger, and faster than Peter or Ben.

SECOND SIGHT
Possessing a weird variation of Peter's spider-sense, Kaine has the ability to receive precognitive visions.

Kaine's special bodysuit prevents further clone degeneration

OBJECT OF ANGER
Believing that Ben Reilly was the original Peter Parker and the reason for his misery, Kaine would do anything to make Ben's life miserable.

The road to redemption

After seeing the life that Mary Jane and Peter Parker had carved out for themselves, Kaine fell into a deep depression. He eventually became filled with guilt and self pity, and tried to goad Ben Reilly into ending his suffering by killing him. When that failed, Kaine turned himself over to the authorities. He intended to pay for his crimes and spend the rest of his life in jail. However, when word reached him that one of Spider-Man's greatest enemies had seemingly returned from the grave, and having learned the fate of Peter and Mary Jane's baby, Kaine broke out of prison.

JUDAS TRAVELLER

Judas Traveller's team consisted of Carnage, Boone, Mr. Nacht, Medea and Scrier, not shown here.

DOCTOR JUDAS Traveller was a world renowned criminal psychologist and a noted philosopher. He claimed to be a powerful mutant and believed that he was immortal. While visiting Ravencroft, a maximum-security institution devoted to the study of superhumans who were insane, Traveller's powers appeared to teleport the hospital's personnel off the grounds and seemed to surround the institute with an unbreakable force field. He then challenged Spider-Man, claiming that he intended to kill all the inmates, including Shriek and Carnage. Spider-Man responded but was soon captured. Traveller then began to peel away the layers of Spidey's mind. He would have been left a mindless shell if Ben Reilly (*see pages 136–137*) hadn't come to the rescue.

SECRET WORK
Unknown to Traveller, the Hospital staff had secretly assisted to Scrier. Only Chakra remained loyal to the Doctor.

TRAVELLER'S HOST

Judas Traveller was always accompanied by a band of assistants that he called his Host. Boone was a skilled hunter who claimed that he could track a single snowflake in a blizzard. Medea was a sharpshooter and master of various martial arts. Mr. Nacht was a weasel of a man who took constant notes, recording the suffering of Traveller's victims in gruesome detail. Chakra had the ability to teleport herself and others. Scrier was the final member of Traveller's band, and also the most mysterious.

It's a lie

Spider-Man later learned that everything he believed about Traveller was a lie. But Traveller truly was a mutant with limited psionic powers; his primary talent lay in his ability to alter people's perceptions of reality and make them think they saw his lifelike illusions. Traveller wasn't the only one capable of playing tricks. Instead of working for Traveller, his Host was actually guarding and manipulating him. When the Host eventually turned on Traveller, it was left to Spider-Man and Ben Reilly to rescue him.

Scrier was betrayed by his Host. Judas Traveller had been on the run, but Spider-Man believes that he will return some day.

DAMSEL IN DISTRESS
Using illusions to affect perception, Scrier's ability to separate Carnage's body parts in a lab [illegible] (see pages 36–37) [illegible] messages to convince both of them that they were powerless to harm him.

SCRIER

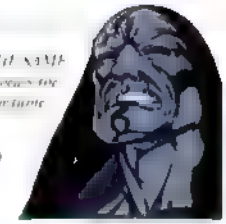
The goal

The Rose, a masked criminal with ties to the Kingpin (*see pages 70–71*), learned that Scrier was more than he appeared. Scrier was the name of an organization, not an individual. This organization, the Brotherhood of Scrier is one of the world's most powerful secret organizations with the ultimate goal of dominating all humanity. However, the Brotherhood has fallen on hard times. But the rise of a new, mysterious leader has since boosted their power.

Pawns

The Scriers' new leader has turned out to be one of Spider-Man's greatest enemies. Using his worldwide network of informants, this individual has secretly kept tabs on the wall-crawler for years. He ordered the Scriers to supply Professor Miles Warren (*see pages 86–87*) with all the funding and expertise he needed to perfect his cloning technique. He sent operatives to follow Ben Reilly, and helped Kaine (*see page 139*) establish himself as a criminal mercenary. At his request Judas Traveller was sent to Ravencroft and directed toward Spider-Man. This mysterious manipulator turned out to be Norman Osborn, back from the dead and determined to destroy Spider-Man.

Judas Traveller mistakenly believed that Scrier was his most trusted friend.



ALL THE SAME: Every Scrier wears the same mask and costume.

HE MOVES among the shadows, seemingly able to appear and disappear at will. He claims to have been a faithful servant of Judas Traveller, and his sole confidant for hundreds of years. He lies. Centuries-old and very exclusive, Scrier is actually the name of a secret cabal. It is dedicated to accumulating wealth and power. Inspired by an ancient mythical being of immense power, the Brotherhood of Scrier is a worldwide criminal organization much like the Maggia and Hydra. Its members dress in identical costumes, wear the same mask, and call each other Scrier. They are well-trained, well-funded, well-informed, and well-armed.

MODERN AND MYSTICAL

Though they have taken on many of the trappings of a quasi-religious cult, the Scriers are a modern organization with access to the very latest technology and the most sophisticated armaments. Their annual budget for weaponry exceeds that of most small nations, and they employ state-of-the-art devices for gathering intelligence. Every operative is a master of the martial arts, and would rather die than betray this sacred brotherhood.

REAL SCRIER: The Brotherhood is based on an ancient religion that worshiped a mystical guardian being called Scrier. The ancient being was recently revived and even battled the Silver Surfer to a standstill.

REVELATIONS

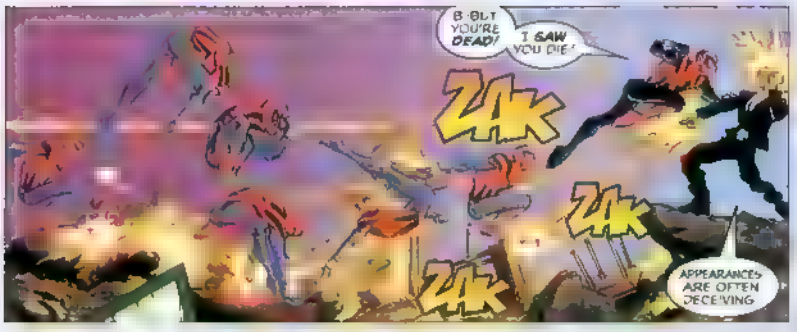
PETER AND Mary Jane Parker truly believed that they would live happily ever after—they were young, in love, and about to have their first child. Peter now believed that he was the clone and had retired from crime fighting (*see pages 136–137*). He turned his webs over to Ben Reilly, who was doing a fine job as the new Spider-Man. Though the job in Portland hadn't worked out, Peter and Mary Jane were content to return to the old Parker house in Forest Hills. While Mary Jane went shopping with Aunt Anna, Ben Reilly stopped over to help Peter clean the attic. They planned to meet Anna and Mary Jane later for dinner and thought they had a quiet evening ahead of them. They were wrong...

Deadly diversions
On their way to join Mary Jane and her Aunt Anna, Peter and Ben passed a abandoned building and noticed some children playing inside it. Suddenly, an armor-clad madman attacked them. As Peter tried to usher the kids to safety, he discovered they were really robots that had been programmed to kill him. To make matters worse, his pager began to buzz—Mary Jane was having the baby.

Induced labor
While she and Aunt Anna waited at the restaurant, a waitress named Alison Monaghan slipped something into Mary Jane's food. Moments later, Mary Jane began to experience intense pain. Something was wrong with her baby. Paramedics were called, and she was rushed to the nearest hospital. Aunt Anna immediately paged Peter, assuming he would drop everything and meet them in the delivery room. She didn't know that he was engaged in a desperate fight for his life.

WHERE'S PETER
As soon as Mary Jane went [illegible] tried paging [illegible] Peter [illegible] and why he didn't respond.

Torment
When she arrived at the hospital, Mary Jane was rushed into the delivery room. Her pain was increasing by the moment, and the grim faces of the hospital staff only added to her fear. She prayed for the life of her baby, but her prayers went unanswered. Silence greeted Mary Jane when she asked why her baby wasn't crying. The Parkers had suffered the greatest loss of all.



Shock follows shock

Unaware of the terrible tragedy that had just occurred, Peter and Ben managed to defeat the killer robots. They then learned that the armored man was an old enemy called Mendel Stromm the Robot Master *(see pages 54–55)*. Peter left Ben to web up the bad guys and raced to the hospital. Soon after Peter's departure, Ben was suddenly attacked again. Wondering why his spider-sense had failed to warn him, he turned to face his assailant. Beneath his mask, his eyes grew wide with disbelief—the man who stood before him was dead. Ben had *seen* him die.

Norman lives

Amazingly, Norman Osborn had actually survived his final battle with Spider-Man. The chemical formula, which gave him the superhuman strength to become the Green Goblin, had also come with a healing factor that enabled him to recover from almost any wound. He awoke within the city morgue, and learned that his son Harry had protected his secret identity by removing his costume. Norman decided to give Harry a chance to prove himself and moved to Europe, where he eventually became the undisputed leader of the Brotherhood of Scriers *(see page 141)*.

BACK FROM THE DEAD
Seemingly returned from the grave, Norman Osborn resumed his role as the Green Goblin.

NO REMEDY LOVE
Even though he still believed that Peter was a clone who had been graven by the Jackal, Ben Reilly heroically sacrificed himself to save Peter's life.

THE FINAL PROOF
Second after Ben Reilly died, his body crumbled into dust, proving beyond all doubt that he had actually been the clone.

Night of the Goblin

Over the years, Norman Osborn had secretly used his Seriers to follow, torment, and manipulate both Peter Parker and Ben Reilly. He was now ready for his ultimate revenge. With Ben already his prisoner, Norman abducted Peter and revealed that he had already stolen everything that Peter had ever held precious—Gwen Stacy, his baby, and Peter's very identity. Osborn disclosed his connections to the Jackal and the cloning experiments. He also informed Peter that he was the original Parker, and that Ben had actually been the clone. Peter and Ben joined together and eventually overwhelmed the recently revived Green Goblin, but they won their victory at a terrible cost. Ben was killed during the battle, still believing that he was the real Peter Parker.

LOOKING TO THE FUTURE
After losing Ben and their baby, Peter and Mary Jane gave each other a tearful hug, facing the future together.

IDENTITY CRISIS

SHORTLY AFTER his unexpected resurrection, Norman Osborn set out to clear his name. He produced evidence to prove that he wasn't the Green Goblin. He also used blackmail to gain a controlling interest in the *Daily Bugle* and goaded Spider-Man into assaulting him, capturing it all on video, which he released to the media. A few days later a thug named Joey Z was found murdered, suffocated by a substance that appeared to be web fluid. Through the *Daily Bugle*, Osborn issued a five million dollar reward to capture Spider-Man. With every bounty hunter in the world now gunning for him, Peter Parker needed a new secret identity. .

BEATING THE ODDS

Peter knew that other costumed heroes had temporarily adopted new identities in the past, but they were always exposed. He wanted to beat the odds and decided to adopt more than one. Realizing that it would be difficult to juggle different personas at the same time, he decided that each one would reflect some aspect of his real personality or powers. With a little help from his friends Peter Parker began to create four new costumed identities.

The Hornet

Peter dressed as Spider-Man and went to visit his old friend Hobie Brown, an electronics wizard and inventor, who was now the Prowler (see page [illegible]). Hobie had recently invested in a cybernetically controlled jetpack. This was perfect for Spider-Man's new identity, giving his science background to design some advanced weapons. Peter became the Hornet.

Ricochet

While scrounging through the used clothing at a local thrift shop, Mary Jane discovered a leather jacket with a distinctive letter "R" on its back. Using that inspiration, she stitched up a designer version of the costume for her husband. Peter used his spider-like agility to pretend that he was a superhero called Ricochet.

Dusk

Spider-Man had visited an alternate dimension called the Negative Zone a few weeks earlier and had acquired a costume that allowed him to merge with shadows and become practically invisible. To this he added a utility belt that contained gas, smoke and stun grenades. Peter decided to call this dark and mysterious persona Dusk.

Prodigy

Conceived and designed entirely by Mary Jane, Prodigy was the consummate costumed hero. He possessed superhuman strength, a bulletproof costume and could leap from one rooftop to the next with a single bound. He advocated strong morals, and was untailingly polite and modest. He claimed that his had powers and abilities far beyond most normal men, and that he was [illegible] use them only to help people. His modesty became [illegible] a daring, achieving [illegible] the respect that had always eluded Spider-Man even Norman Osborn seemed to admire Prodigy. In so many ways, he became the costumed champion that Peter Parker had always wanted to be. Prodigy was an old fashioned good guy, exactly like the comic book archetypes of Peter's youth.

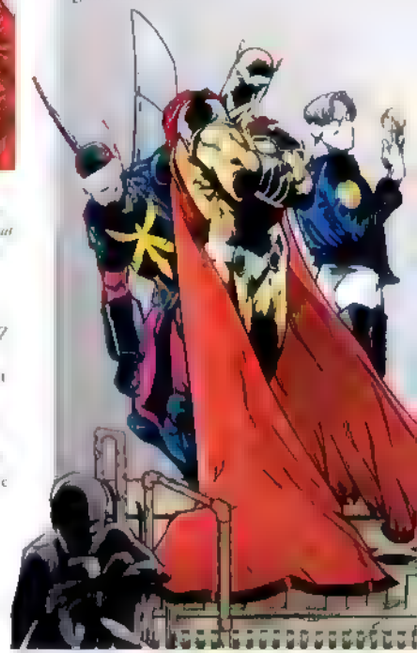
Vindicated

Using his various new identities, Spider-Man was able to discover and expose the real killer of Joey Z. He even took a page out of Osborn's book and [illegible] manufactured evidence that seemed to prove that the Spider-Man of Norman's videotape was actually an imposter. Once Spider-Man had been exonerated, [illegible] was going to the *Daily Bugle* [illegible] to show its readers. Since Prodigy had been [illegible] with Mary Jane, he thought Peter should keep his identity, but while it was fun to pretend to be someone else, Peter Parker knew that he had been born to be Spider-Man.

SLINGERS

A few months after Spider-Man retired his four new identities, someone else reactivated them.

Dan Lyons was an old man who had once been a costumed crime fighter known as the Black Marvel. He gathered four young misfits and gave them the identities and powers once used by the web-swinger. Eddie McDonough, a shy freshman at Empire State University, gained the enhanced strength and cybernetic exoskeleton of the Hornet. Ritchie Gilmore, an egotistic college student with dreams of glory, was soon encased within the bulletproof costume of Prodigy. Johnny Gallo possessed his own hyperactive agility and assumed the mantle of Ricochet. Cassie St. Commons, a pouting little rich girl from Connecticut, took on the guise of Dusk.



RELAUNCH

AFTER MORE than 38 years, the powers-that-be at Marvel Comics decided it was time to give Spidey an update. A lot had changed since the first Spider-Man story back in August 1962. Now a new millennium was on the horizon, and their flagship character had to be ready to face it. To curb the flood of monthly spider-material, *Sensational Spider-Man* and *Spectacular Spider-Man* were canceled. *Amazing Spider-Man* and *Peter Parker, Spider-Man* ended their first series and started second volumes with new first issues. Howard Mackie, John Byrne, and John Romita, Jr. were entrusted with the daunting task of recreating one of the world's most popular icons.

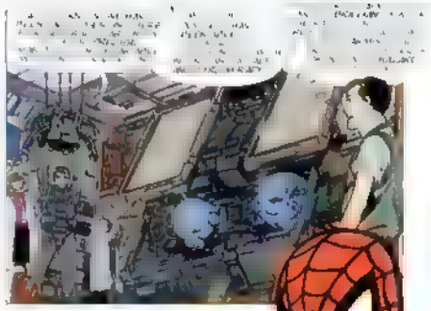
SPIDER-MAN, NO MORE (AGAIN)

Marvel's old Spider-Man ended with Peter Parker realizing that he could not have a normal life as Spider-Man. So he burned his costume and vowed to end his web-slinging career. The new volumes took on the story, showing him adapting to his new life as a civilian. At the same time, a new title, *Spider-Man: Chapter One*, revisited the origin of Spider-Man and his early adventures, adapting it to suit a new audience. The aim was to move the wall-crawler's early days from the 1960s and into the present day where he belonged.

The accident

The new *Chapter One* series modeled on publisher Joe Quesada's Spider-Man story, including Spidey's origin. Attending a demonstration of radioactive isotopes presented by [illegible] Doctor Otto Octavius, Peter suddenly found himself an innocent bystander in a freak accident. The presence of a tiny spider inside Doctor Octopus's [illegible] enormous explosion, killing many and exposing the survivors to radiation. In the aftermath of the explosion, Peter was bitten with the bite of the radiation-soaked spider.

[illegible] explosion and the spider [illegible] into Spider-Man.



[illegible] Spider-Man [illegible]

Amazing recovery

Peter spent weeks in the hospital where doctors were amazed at his recovery. They had written him off as another casualty of the fatal explosion. One day after leaving the hospital, Peter was [illegible] found himself 15 feet up the side of a building. This to scale. Climbing a wall is easier as walking down the street.

Crusher Hogan

Once he realized he possessed spider-like powers, Peter immediately thought about using them to fight crime. He wondered if the [illegible] could be a new career. However, it was only after the shooting of Uncle Ben that Peter decided to meet Crusher Hogan at the ring and to direct his efforts toward show business.

The burglar

In *Chapter One*, the burglar who killed Uncle Ben revealed himself to be Spider-Man. Believing that Spidey was below contempt, the man celebrated robbing the Parker home because he hoped to lure into the web-head and become his greatest enemy.

[illegible] Spider-Man [illegible] Marvel [illegible]

A return to the webs

Peter's retirement seemed [illegible] when Peter eventually revealed his secret identity and returned to the role that he was born to play: Spider-Man went back into action and fought new villains such as the Ranger Shield and Cyber Power. While many of his lifelong friends and foes changed, Spider-Man was still the same friendly neighborhood web-slinger.

Glamorous life

While *Chapter One* was retelling the story of Spider-Man's origin, the new Spider-Man comic picked up the story with Peter remaining his [illegible] fight to focus on leading a normal life. He now [illegible] luxurious apartment with Mary Jane and Aunt May, who had recently proved to be [illegible] created by Norman Osborn. Peter worked part-time for the Thorp Research Foundation, a private brain trust that served as a playground for the country's brightest scientific minds.

[illegible] Spider-Man [illegible] Spider-Man [illegible] Spider-Man: Chapter One.

Carlos Pacheco

New takes on old villains

The relaunch also affected many of the established members of Spidey's rogues' gallery. Characters like the Vulture, Electro, and the Scorpion were given new identities and their backstories were revised.

Venom, Mysterio, [illegible]

SPIDER-MAN 2000

Mary Jane Parker [illegible] presumed dead [illegible] the plane [illegible] spider

SPIDER-MAN BEGAN the new millennium with a bang. A big one! Friction had developed between Peter and Mary Jane when she found out he had secretly returned to web-spinning. She also realized that someone was stalking her. To get away, Mary Jane accepted a modeling assignment in the small east European country of Latveria. However, her airplane exploded en route, and people feared the worst. Only Peter refused to believe that Mary Jane was dead. The people in his life had a habit of returning from the dead, so he lived in a state of complete denial for many months. He distracted himself by challenging the Hulk to a fight, and later traveled to Latveria. But as time passed and Mary Jane didn't return, Peter grew to accept the grim reality of his wife's death.

Downward Spiral

Peter eventually lost his job at Ticorp and learned that Mary Jane's savings had been embezzled. Unable to afford their luxury apartment, Aunt May moved back to Forest Hills and Peter started to share a rundown bachelor apartment with Randy Robertson. His life continued to make some unexpected twists and turns, and he started to explore alternative avenues, trying things that he'd never had the time or the nerve to do before. This included taking his sharp wit onto the stage at an open mike night. Unfortunately, the results of this were not encouraging for a future career in comedy.

[illegible] Peter [illegible] broke up [illegible] the [illegible] Daily Bugle [illegible] [illegible] see pages 91–93

[illegible] Despite the [illegible] Spider-Man [illegible] the Hulk

[illegible] After months of [illegible] Peter [illegible] finally [illegible] the reality of Mary Jane's death

Living in denial

While those around him mourned the loss of Mary Jane, Peter refused to accept her death. After all, Aunt May had returned after her apparent death, and even Norman Osborn had returned to haunt Peter — so why couldn't Mary Jane? His feelings were confused even more when he received a simple phone call of two words: "She's alive!" Without hesitating, Peter left for Latveria, hoping to find his missing wife.

Doomed

Believing that Doctor Doom had somehow staged the plane crash in an elaborate plot to kidnap his wife, Spider-Man traveled all the way to Latveria in a desperate attempt to rescue Mary Jane. Unfortunately, the plot only existed in the web-head's mind, and Doom knew nothing of Mary Jane Parker.

[illegible] Doom. Spider-Man [illegible]

Twists and turns

Spider-Man's life was growing more complicated at this time. The new Spider-Woman (*see pages 94–95*) wanted to date him, Venom (*see pages 120–121*) absorbed Carnage's symbiote (*see pages 126–127*) and turned against the other members of the Sinister Six (*see pages 58–59*), Curtis Kosak [illegible] escaped police custody, The Green Goblin (*see pages 54–55*) even made a surprise reappearance, and Norman Osborn attempted to brainwash Peter Parker into becoming his heir.

[illegible] Mysterio [illegible] Spider-Man [illegible] goodbye [illegible]

[illegible] Spider-Man [illegible] Hulk [illegible] Hulk [illegible]

Onward...

Having finally accepted Mary Jane's death, Spider-Man soon learned that she had been right along. She was still alive. Drugged then smuggled off the plane before it took off, she had been held prisoner by her stalker. Spider-Man eventually rescued her, but that didn't necessarily mean that Peter and Mary Jane got to live happily ever after.

HISTORY REVISITED [illegible] Story [illegible] 87–88 [illegible] Lee Weeks

ULTIMATE SPIDER-MAN

The new Peter Parker had heavily hair and distinctive round glasses.

WHEN THE Spider-Man relaunch (*see pages 146–147*) was greeted with less than thunderous applause, the powers-that-be at mighty Marvel went back to the drawing board. A major motion picture was on the horizon, and they expected a veritable flood of new readers. They wanted to make absolutely certain that their flagship character would appeal to the current generation. Bill Jemas, Marvel's President of Publishing and New Media, conceived of a bold new direction. Instead of merely revamping the web-slinger as they had done with John Byrne's *Spider-Man: Chapter One*, Bill decided that the time had come to completely overhaul the origin of Spider-Man.

Brainy Jane
Mary Jane Watson was now a science nerd and one of Peter's classmates. Peter seemed oblivious to her obvious crush on him!

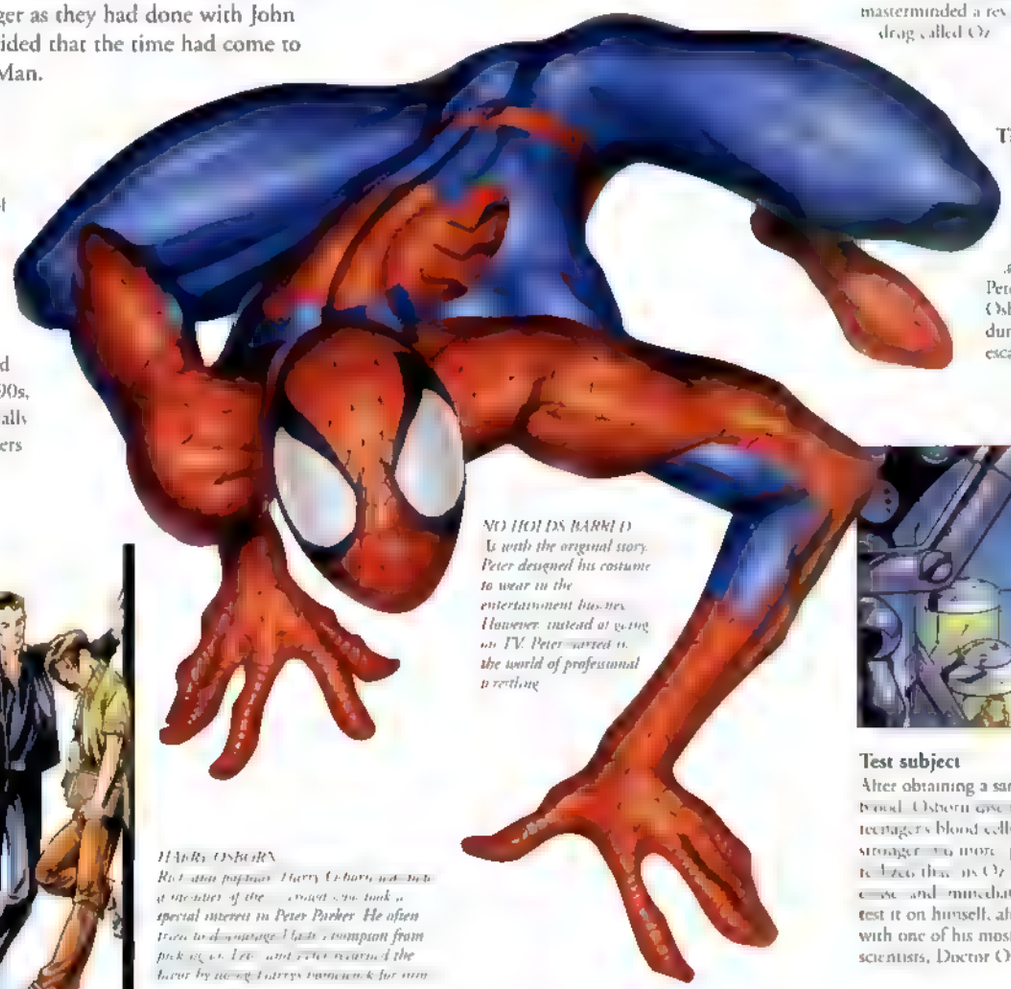
TOTAL MAKEOVER

Fan favorite and critically acclaimed writer, Brian Michael Bendis was hired for the daunting task of recreating an American icon. Working closely with Bill Jemas, Bendis took Stan Lee and Steve Ditko's original 11-page origin story and expanded it into an epic that played out over 150 pages. Mark Bagley, whose distinctive art style practically defined Spider-Man in the 1990s, was brought in to visually reinterpret the characters he knew so well.

AUNT MAY
No longer a fainting weakling, Aunt May was now an attractive, very tender, RN who often surfed the net for medical advice.

The new Peter Parker
The new Peter Parker wasn't just a shy and embarrassing nerd misfit. He was now an exceptionally [illegible] 15-year-old who spent his days in [illegible] error of being bullied by Flash Thompson and his friends. Barely able to speak to his fellow classmates, Peter covered his nerdy socks and cargo pants in a total drab. He was still an honour student and still had a close relationship with his Aunt May and Uncle Ben, who had gained a ponytail and the laid-back personality of a former hippy!

HARRY OSBORN
Rich and popular, Harry Osborn was not a member of the [illegible] and took a special interest in Peter Parker. He often tried to disparage Flash's companion from pick-up [illegible] and Peter returned the favor by [illegible] Harry's homework for him.



NO HOLDS BARRED
As with the original story, Peter designed his costume to wear in the entertainment business. However, instead of going on TV, Peter [illegible] to the world of professional wrestling.

Norman Osborn
Employing the greatest scientific minds that money could buy, Norman Osborn was a ruthless corporate [illegible] whose company was a world leader in scientific research. He masterminded a revolutionary new wonder drug called Oz.

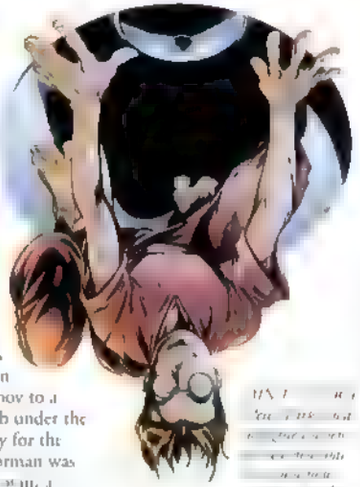
STRANGE NEW POWERS
[illegible] *Peter's [illegible] Oz drug.*

Cynical decisions
After the incident in their laboratory, Osborn Industries lawyers feared a lawsuit from the Parker family and advised Norman to accept no responsibility for the accident. But Osborn shocked his legal [illegible] by opting to play a more dangerous game. He ordered them to pay for Peter's medical bill and to keep a close eye on the teenager.

The new origin
Unknown to Norman Osborn, the special test spider escaped from its containment. The following day, Peter's class was on a tour of Osborn Industries. It was during the visit that the escaped spider bit Peter.

Test subject
After obtaining a sample of Peter's blood, Osborn discovered that the teenager's blood cells had become stronger and more [illegible]. He realized that his Oz formula was the cause and immediately decided to test it on himself, after consulting with one of his most trusted scientists, Doctor Otto Octavius.

Personal tour
Shortly after Peter first began to use his new powers, Norman Osborn treated the boy to a special tour of his lab under the pretext of an apology for the accident. In fact, Norman was secretly [illegible] to obtain a sample of Peter's blood and discover any effects of the spider's bite.

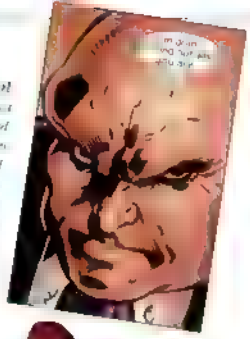


[illegible]

Chaos unleashed
When Norman tested Oz on himself, its results were even more spectacular than in Peter's case. Norman was transformed into a demonic monster. He proceeded to destroy the Osborn Industries building and then went on to burn down his own home. Not content with this destruction, Norman hunted down Peter, and the two battled as Spider-Man and the Green Goblin.

ULTIMATE TALES

AFTER DEFEATING the Green Goblin for the first time, Peter Parker began to adjust to his new double life. He snapped some pictures of himself as Spider-Man and sent them to the *Daily Bugle*. Peter was surprised when this landed him a staff position working on the paper's web site. It wasn't long before Peter put the paper's resources to use in his crime fighting career. He began to research the man who shot his Uncle Ben, only to discover that most of the city's crime was under the control of one man—Kingpin. Spidey began to wage war on Kingpin to avenge his uncle's death. He eventually forced him to flee the country after capturing videotape of the crime boss murdering an associate.



THORN IN HIS SIDE
The videotape evidence against Kingpin was deemed fraudulent, by the authorities, and he once again returned to his city position. Kingpin vows to crush Ben Spider-Man, already there to foil the criminal's plans—or procrastinate him as much as possible.

THE HITS KEEP ON COMING

Many familiar faces began to rear their ugly heads in the young hero's life, most of whom Peter Parker could have done without. Spider-Man was soon challenged by foes like Doctor Octopus, an ex-employee of Norman Osborn driven insane by an explosion at Oz Corp; Kraven the Hunter, a glory-seeking reality star; and Venom, a former childhood friend of Peter's who was trapped in a bio-suit that their scientist fathers had engineered years earlier. Even Gwen Stacy found her way into Peter's life and, later, home. Gwen's father was killed in the line of duty, and the Parkers generously offered to take the young girl in.

THE BIG SECRET
Peter and Aunt Mary come finally taken into out on a date. In the relationship secretly open. Peter decided that he couldn't keep his dual identity a secret and he had her too be a Spider-Man.

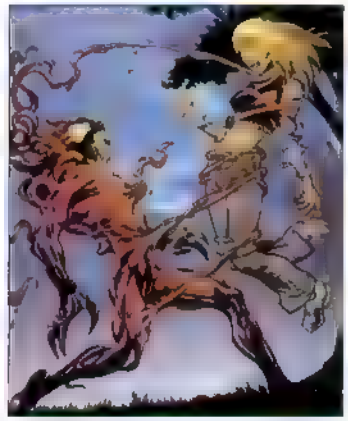
Ultimate Venom

Peter Parker and Eddie Brock's fathers were attempting to cure cancer through the engineering of a protoplasmic bio-suit when they were passengers on a fatal plane crash. The sons decided to rekindle their fathers' work but all did not go according to plan. One day, Peter was covered in protoplasm from the bio-suit and found that the suit magnified his powers—and his anger. Seeing the danger in this, Peter destroyed the chemicals. But Eddie had his own supply and used it on himself to become Venom. He then found himself battling Spider-Man, a fight that Eddie seemingly did not survive.

THE ULTIMATE LIFE
Peter may always be fighting to upset Venom, but he still manages to get through life on a web and a prayer.

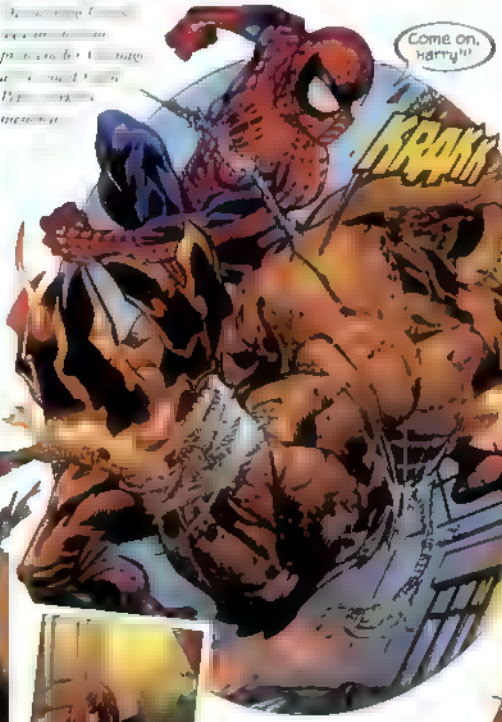
Trouble in paradise

When the street-smart Gwen Stacy transferred to Midtown High, Mary Jane discovered that she had a rival for Peter's affections. Although Peter never thought of Gwen as anything more than a friend, Mary Jane couldn't help but feel jealous, especially when Gwen moved in to the Parkers' home



Gwen's ultimate death

The vampiric Carnage was a combination of Parker's DNA and that from the Lizard. The creature lived by feeding off the energy of others. Travelling to the Parkers' home in search of Spider-Man Carnage encountered the unsuspecting Gwen Stacy and fed on her, forcing Peter to deal with yet another tragic death



X-Friends

Spider-Man has teamed up with other heroes from the Ultimate Universe including X-Men members Marvel Girl, Kitty Pryde, and Storm. He has also met the Ultimate version of most of his foes, including an Ultimate Six comprised of Sandman, Electro, Dr. Octopus, the Green Goblin, Kraven, and Spider-Man himself

Harry's fate

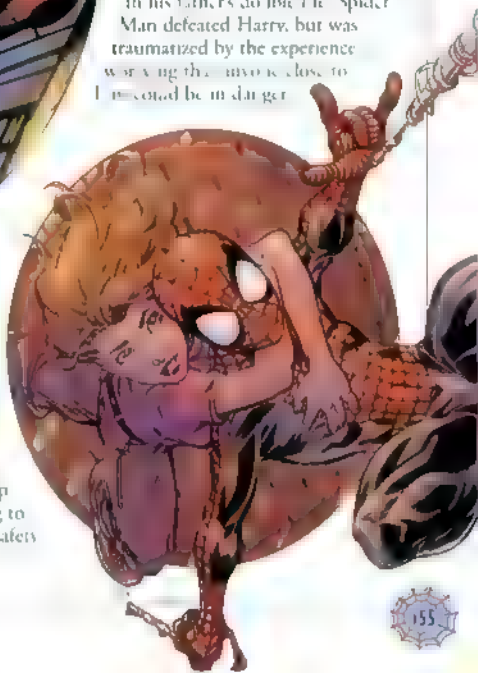
Harry Osborn's powers were unlocked by the mysterious Mr. Shaw and he was transformed into the Hobgoblin, a crawling pawn in his father's double life. Spider-Man defeated Harry, but was traumatized by the experience, worrying that Harry's close to Peter could be in danger

The break up

Peter didn't want Mary Jane to be injured or killed like so many of the other people he cared about and so he ended their relationship. This was a decision that neither Peter nor Mary Jane was happy about

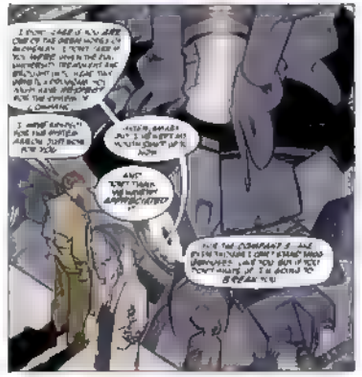
New romance

When the X-Men's Kitty Pryde called Peter out of the blue, the two met for a date and instantly hit it off. Because Kitty also has superpowers, Peter feels that he can pursue a relationship with her, without having to constantly worry about her safety



SPIDER-MAN 2099

IN AN alternate future timeline, governments have given way to multinational corporations that now rule the Earth. The year is 2099, and many things have changed in New York. People with jobs and money live in the upper levels of the inner city, where they are constantly watched by the Public Eye, a private police force hired to enforce the corporate laws. Miguel O'Hara was a geneticist who worked in the bioengineering division of Alchemax, one of the largest and most influential corporations. He was assigned to the Corporate Raider program, and it was his job to find a way to enhance human performance and produce the ultimate superspy. Inspired by the legend of the original Spider-Man, Miguel devised a procedure to rewrite a subject's DNA, giving him the proportionate strength, speed, and agility of a spider.



ALWAYS A JOKER
Though he was one of Alchemax's most brilliant scientists, Miguel O'Hara was a wise guy with little respect for authority.

RAPTURE

Miguel was ordered by his boss to test his new procedure on a human guinea pig. But the geneticist was sickened by the result and tried to resign. To force Miguel to stay, his boss gave him a farewell drink laced with Rapture, a highly addictive and expensive drug whose distribution was controlled by Alchemax. Since Rapture bonds with its victims on a genetic level, Miguel attempted to cure his addiction by using his own experimental procedure to restore his original DNA. But at the last moment, a jealous coworker changed the imprint sequence, and Miguel received the Spider-Man process instead, giving him the powers that turned him into the Spider-Man for a new generation.

[illegible]
Miguel [illegible] his life in a [illegible] to free himself from the addiction to Rapture.

Roommates

Miguel lives in the east wing on the 252nd floor of Babylon Towers in New York. His fiancée, Dana D'Angelo, also lives there. She is employed by Synthia East and helps to develop new food resources for the overpopulated world of 2099.

ALWAYS
Miguel [illegible] his [illegible] and [illegible] enemies in respectively painful ways.

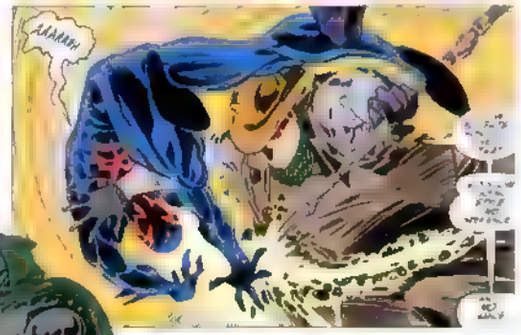
[illegible]
Miguel's [illegible] and [illegible] are [illegible] and [illegible] [illegible]

Holographic maid

Miguel O'Hara's [illegible] Lyla, who is actually [illegible] generated hologram. [illegible] programmed with near [illegible] appearance [illegible] completely capable [illegible] computerized household [illegible]

Villains 2099

Like his namesake, Spider-Man 2099 has had to battle a horde of colorful Super Villains including Venture, a cyborg bounty hunter hired by Alchemax to capture the new web slinger. Other villains include a sword wielding, futuristic Samurai called the Specialist and an evil doppelganger of the new wall-crawler called Flipside.



[illegible] 2099 [illegible] Doom 2099

Other heroes

Spider-Man isn't the only costumed hero in 2099. Ravage is a former gangster in [illegible] who gained superhuman strength along with an inhuman appearance. This era also has its own version of the Punisher, Doom, the Fantastic Four, and a virtual reality Ghost Rider. It even has a new team of X-Men.

[illegible]

[illegible]

[illegible] 2099

Doom 2099

Although he could not recall how he had been mysteriously transported into the future, Doom 2099 claimed to be the original Doctor Doom. Found by a band of cyber gypsies, he set out to free his beloved Latveria from a dictator called Tiger Wilde, who was a former employee of Alchemax.

[illegible]
[illegible] the venom of 2099 [illegible] a fleet [illegible]

SPIDER-GIRL

SPIDER-GIRL LIVES in an alternative timeline, a future that might have been. In her reality, Peter and Mary Jane are still married, still living happily ever after, and their baby, named May, survived. During his final battle with Spider-Man, the original Green Goblin was killed and Peter Parker lost his right leg. So Spider-Man retired from crime fighting, and Peter eventually got a job as a forensic scientist for the New York City Police Department. The family moved back into Aunt May's house in Forest Hills, and May grew up without learning that her dad had once been the friendly neighborhood web-slinger. Then one day May discovered she had inherited some very special powers..

Athlete and nerd

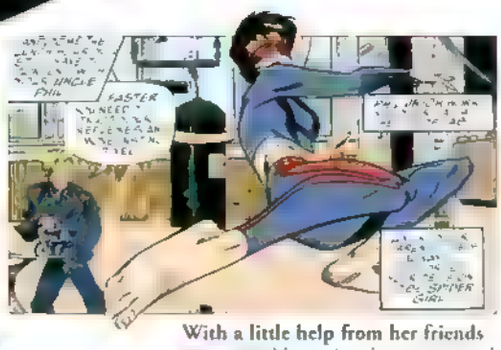
Unlike her father, Mayday Parker is quite popular in high school. Possessing both Mary Jane's winning personality and Peter's brains, Mayday is a top student, a member of the science club, and a star athlete. She gets along with the computer geeks as well as the school jocks. Her friends include Dominique Kirby, Courtney Durrin, and Nancy Lin.

LEGACY

May "Mayday" Parker was already a teenager in high school when her powers first began to manifest themselves. Their timing couldn't have been better. Normie Osborn, the son of Harry and grandson of Norman, had recently taken over the family business and become the newest incarnation of the Green Goblin. Blaming Peter for the deaths of his father and grandfather, the new Goblin tried to goad Peter into resuming his costumed identity so that he could have the honor of killing Spider-Man.

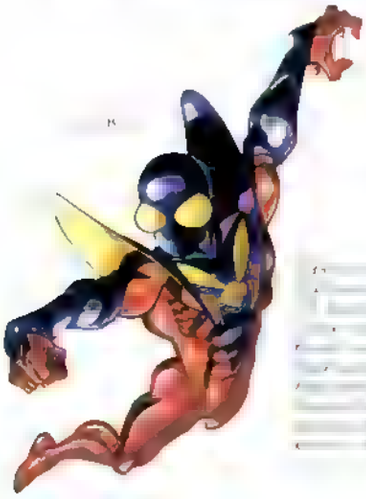
Mary Jane took Mayday into the family attic and told her about Peter's past. So, donning Uncle Ben Reilly's old costume, May Parker became Spider-Girl. She defeated Normie and managed to save her father.

Rogues' gallery



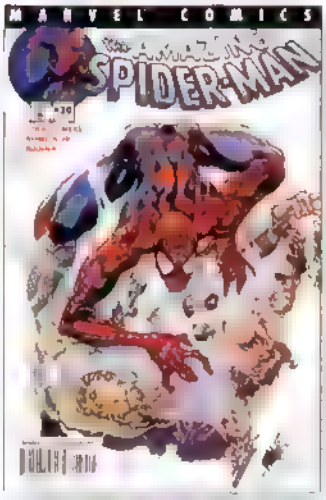
With a little help from her friends

The Fantastic Five



SPIDER-MAN IN THE 2000s

WHEN JOE Quesada took over as editor-in-chief at Marvel, big changes were made to the Spider-Man family of books. J. Michael Straczynski, of television's *Babylon 5* fame, took over the writing on *Amazing Spider-Man* and was partnered with renowned comic artist John Romita, Jr. With inker Scott Hanna, the team began to examine Spider-Man's origin from a new and more mystical point of view. Over on *Peter Parker: Spider-Man*, Paul Jenkins, who would later achieve prominence for revealing the secrets of Wolverine's past in *Origin*, teamed with artist Mark Buckingham in order to tell stories grounded more in the personal life of Peter Parker. Humberto Ramos would later take up the art when the book was relaunched in 2003 as *The Spectacular Spider-Man*. In 2004, a new title, *Marvel Knights Spider-Man*, emerged with fan favorites Mark Millar and Terry Dodson at the helm. It was later decided to fold this title into regular Spider-Man continuity and it was changed to *Sensational Spider-Man*. Roberto Aguirre-Sacasa and Angel Medina became this book's new team of storytellers. In addition, Peter David, a favorite scribe from Spider-years past returned to Peter Parker's world when he was given his own title, *Friendly Neighborhood Spider-Man*. Popular artist Mike Wieringo joined David on this title, adding his trademark humor to Spidey's life.



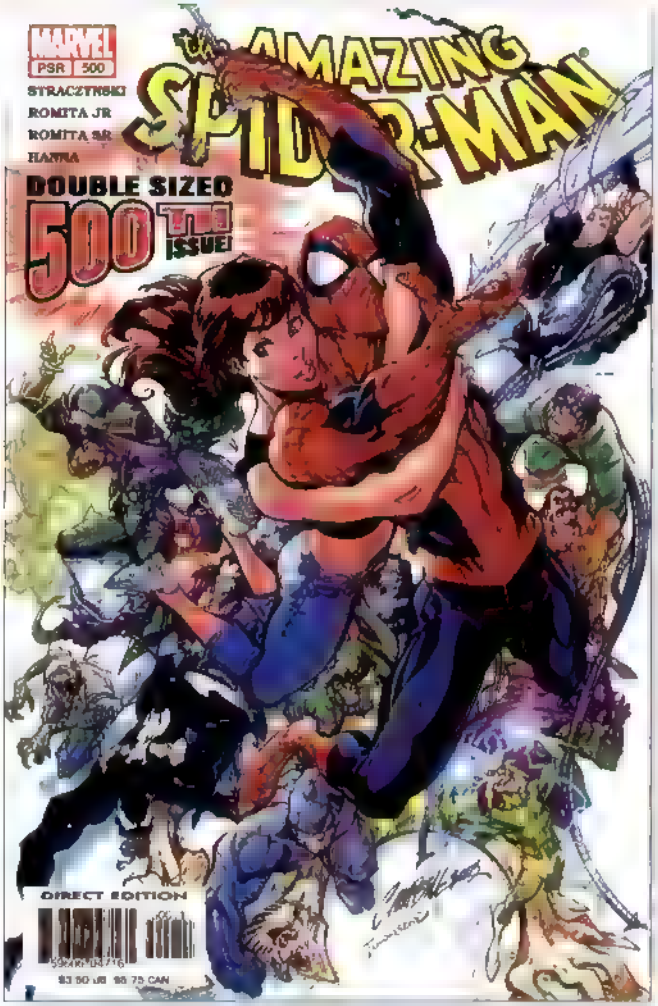
THE 2000S

2001

Amazing Spider-Man vol. 2 #36 (Dec. 2001) 9/11 tribute issue

2002

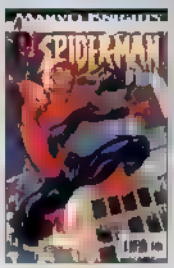
2003



Spider-Man's Amazing Web #1 (June 2004)
Rotating creative teams interpret Spider
Cover art by Glenn Fabry

Amazing Spider-Man #500 (Dec. 2003)
Peter dies in a dragon smashering
Cover art by J. Scott Campbell and Tom Lyle

2004



Marvel Knights Spider-Man
#1 (June 2004)
First issue in the Marvel
Knights line

2005

Friendly Neighborhood
Spider-Man #1 (Dec. 2005)
The Other story line begin

2006

Amazing Spider-Man
#529 (Jul. 2006)
Spider-woman's debut

RECENT DEVELOPMENTS

BACK WITH Mary Jane after an extended period of separation, Peter decided to get his life in order once again. He took a job teaching science at his old high school in Queens. He continued to do some freelance photography for the *Daily Bugle* in his free time, what little he had. Spider-Man's life got a lot busier too. He soon found himself running a virtual gauntlet of his familiar foes, including a more powerful Electro (*see pages 50–51*) and the Vulture (*see pages 42–43*), all bankrolled by the ever-scheming Green Goblin (*see pages 54–55*). Even Venom (*see pages 120–121*) returned after Eddie Brock relinquished the symbiote. This alien life form found its way into the more than capable hands of "Mac" Gargan, the villain formerly known as the Scorpion (*see pages 60–61*).

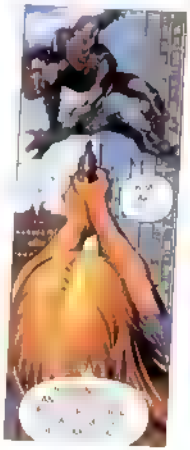
Returning to his roots

[illegible] Peter [illegible] teaching [illegible] pictures. Remembering the days of his own [illegible] Peter decided to pay [illegible] school for work [illegible] the new [illegible]

[illegible]

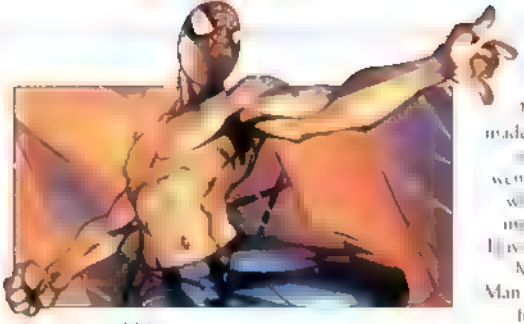
THE STACY LEGACY

One day, Spider-Man visited Gwen Stacy's gravestone at the local cemetery. He was surprised when he found himself under attack by two superpowered individuals with seemingly spiderlike powers. However, his surprise gave way to shock when he unmasked one of his assailants only to discover that she was the spitting image of Gwen Stacy (*see pages 82–83*). Gwen had apparently had an affair with Norman Osborn while in London years ago, and had given birth to twins, Gabriel and Sarah. Osborn had raised the pair by himself and had used his goblin formula to accelerate their age rapidly. He also instilled in them his family's hatred for Spider-Man at an early age.



[illegible] formula [illegible] Gwen [illegible]

[illegible]

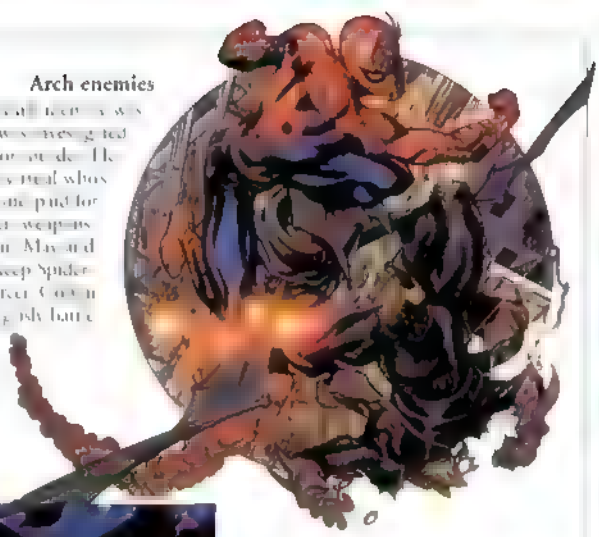


Organic webbing

After a battle with the mysterious Queen Spider-Man found himself transformed into a giant spider. He soon discovered that his traditional web-shooters were obsolete when he changed back to his old self and discovered that he had grown a new set of webbing now sprouting directly out of his wrists.

Arch enemies

Norman Osborn's alter ego was made public when he was investigated and later arrested for murder. He went on to become a real-life who's who of Spider-Man's most-hated villains. He was kidnapped Aunt May and Mary Jane, just to keep Spider-Man "in check," the Green Goblin fought Spider-Man in a fiery battle.



Super-charged

Max Dillon had plenty of time to think while in prison for his crimes. When he escaped from Oscorp, Dillon took his abilities to a new level. He used his powers to absorb metal and manipulate magnetism.

THE DOCTOR IS IN

[illegible] Spider-Man. Spider-Man's [illegible]

Venom returns

Eddie Brock [illegible] New York mob boss Don Fortunato [illegible] Angelo [illegible] Angelo [illegible] the rise of Venom. However, the symbiote [illegible] Brock [illegible] Max Dillon [illegible] this powerful new alliance.

New tricks for an old dog

Even the Villains received a new look. A few of the Green Goblin's [illegible] spotted sporting [illegible] costume.

EZEKIEL

AN ECCENTRIC, mysterious millionaire with abilities startingly like Spider-Man's, Ezekiel appeared suddenly in Peter Parker's life and just as suddenly turned it upside down. Ezekiel told Peter that his spider-powers were not merely the by-product of a scientific accident. Peter Parker was, in fact, the newest appointee in a long line of animal-powered warriors. He then warned Peter of the predator Morlun, who would feed on those totemistic abilities. Ezekiel and Spider-Man eventually fought Morlun and Ezekiel seemingly perished.

WINNING FAVOR

Ezekiel had actually survived the battle with Morlun and he reemerged in Spider-Man's life several more times at moments of crisis. [illegible] Peter grew to trust his newfound mentor, a trust that Ezekiel would later exploit for his own means.

Panic room

Ezekiel had a special, [illegible] room built especially for Spider-Man to [illegible] safe from Morlun [illegible] However, [illegible] Ezekiel's offer, picking up [illegible] his opponent [illegible]

Welcome to my parlor

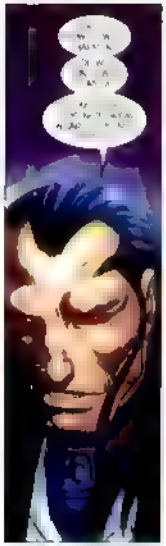
After having Spider-Man track to [illegible] Ezekiel [illegible] a spider [illegible] and tricked into thinking that Peter was the true spider champion and [illegible]

True colors

When Ezekiel was forced to offer Peter to the spider-god in his place, he realized that he couldn't go through with it. Ezekiel attacked the spider and sacrificed himself so that the true spider champion would live.

MORLUN

A PREDATOR by nature, Morlun existed merely to feed off the abilities of people with animal-based powers. This deadly being was able to absorb life-force through physical contact with his victims. Traveling to New York to prey on Spider-Man, Morlun began to reek havoc in order to gain the web-slinger's attention. Engaged in physical combat, Spidey soon realized that Morlun's strength was like nothing he'd ever faced before. Spidey knew that continuing to challenge Morlun hand-to-hand would be futile. Spider-Man was finally able to lure Morlun to a nuclear power plant, where he weakened his foe with dangerous radiation.



Morlun never tired and was able to track any supernatural after merely making contact with one or her own

A man of taste
Morlun took his time to gather his strength and prepare for his upcoming battle with Spider-Man

EMPLOYEE BENEFITS

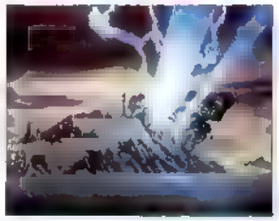
Morlun traveled across the globe with Dex, his manservant, whom he abused at every given opportunity. Shortly after Spider-Man tricked Morlun into absorbing dangerous radiation, Dex took revenge upon his master. He shot and apparently killed Morlun, reducing his former boss to a simple pile of ash

TOUGHER THAN HE LOOKS
Morlun possessed super strength that rivaled that of the mighty Hulk or Thor

Interview with the vampire
Morlun could only survive by sucking the energy out of other superpowered beings, particularly those with animal-based powers. The longer he spent between feedings, the weaker he would become.

Home help
Even though Dex shot and supposedly killed Morlun, Spider-Man let Dex escape, realizing the torment that Morlun had put his former servant through

THE NEW AVENGERS



PRISON BREAK
Hired by the Super Villain Sauron, Electro didn't rely heavily on subtlety when destroying the Raft penitentiary

WHEN ELECTRO *(see pages 50–51)* caused a breakout at New York's maximum security prison, the Raft, Spider-Man suddenly found himself allied with other heroes in order to quell the riots. Captain America, Luke Cage, Iron Man, Spider-Woman Jessica Drew, the enigmatic Sentry, and Daredevil all joined the web-head in order to keep the escapes to a minimum. Convinced their gathering was an act of fate, Captain America took it upon himself to recruit this group to form an all-new team of Super Heroes—the New Avengers. Despite Daredevil turning down the offer, the team would later journey to the prehistoric Savage Land, and Wolverine would join their cause, helping to flesh out the roster

EVER AFTER

After their initial mission in the Savage Land, the New Avengers didn't slow their pace. Busy fighting threats like organized crime in Japan and mutant powerhouses in Canada, the team still managed to find time to marry off one of their own when Luke Cage proposed to girlfriend, and former Avenger herself, Jessica Jones.

Crowd control
Daredevil, Spider-Woman, and Luke Cage were on the Raft for business during the breakout, but Spider-Man had to hitch a ride to the prison on Captain America's helicopter. He would regret this decision when he discovered the breakout was so severe, Spider-Man even lost his mask in the commotion.

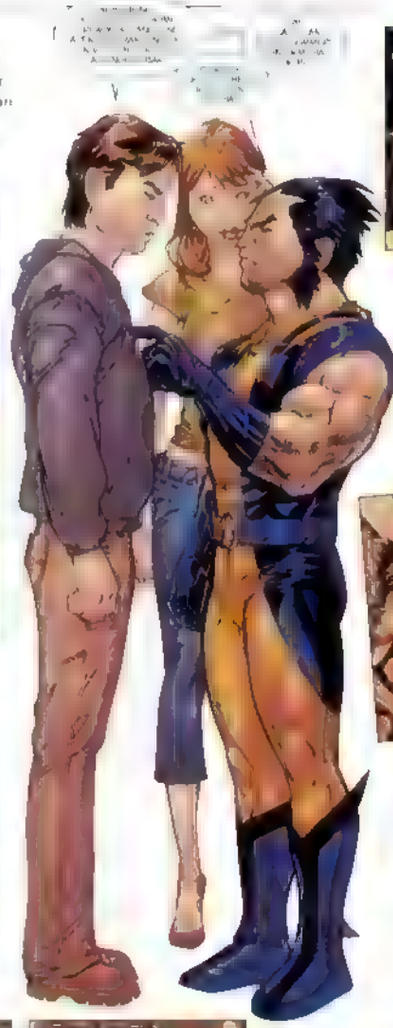
The New Avengers original roster consisted of the Sentry, Luke Cage, Spider-Woman, Spider-Man, Iron Man, Wolverine, and Captain America

YOU CAN'T GO HOME AGAIN
When Peter Parker's childhood home was destroyed by a former flatmate, Iron Man aka Tony Stark offered Peter and his family an apartment in Stark Tower

Recruitment drive
When Captain America [illegible] came to see Peter Parker to ask him to be on the team, Peter found himself unable to say no to such a natural icon

Close quarters
When Peter caught Wolverine flirting with his wife, Mary Jane, the two found themselves at odds despite their group alliance. Constantly bickering, Wolverine and Spader-Man were often at [illegible] as much as their opponents

Young at heart
[illegible] Stark Tower that Aunt May began to develop a relationship with the Avengers [illegible] Jones. The two began to [illegible] and May found herself harboring her first true feelings for another man since her husband, Ben, died



Movin' on up
Stark Tower also served as the Avengers' new headquarters and was [illegible] known as Avengers Tower. Peter, Mary Jane, and Aunt May had to keep a low profile when entering and exiting the building, so no one would connect Pete Parker to Spider-Man. Once [illegible] of the press saw Mary Jane entering the building. Rumors started circulating that she was having an affair with Tony Stark himself

A firm hand
Aunt May rarely stood for Wolverine's rather uncouth nature. She employed the same rules at Avengers Tower that she did in her own home throughout Peter's youth

Aunt May [illegible]

Going public
After a battle with the dark side of the Sentry's personality, the Void, the Avengers returned home to find their headquarters a little less than inconspicuous. The Sentry's previously invisible watchtower had materialized over Stark Tower. Iron Man organized a press conference and officially announced the New Avengers roster to the world

THE OTHER

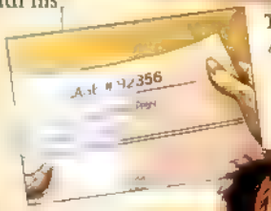
[illegible] life was [illegible]

FEW THINGS in Spider-Man's life would test his character as much as when he learned that he had contracted a terminal illness. Spidey was plagued with disturbing dreams as his powers weakened. His life took yet another turn for the worse when Morlun (see page 165) returned from the dead to hound the wall-crawler. After making his peace with death and spending time with his family, Spider-Man engaged in a final conflict with Morlun, a battle neither would walk away from.

STRANGE METAMORPHOSIS

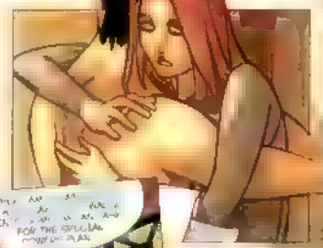
After a ferocious fight on a busy New York City street, Morlun decimated Spider-Man and was about to absorb his entire life force. However, Morlun was interrupted before he could feed on his prey. He returned later to Spider-Man's hospital bed where the hero rested in a critical condition. As Morlun approached him, the spider half of Peter's personality took hold, and suddenly he attacked the villain, killing him and feeding on his energy like a wild animal. Afterward, Peter reverted back to normal and finally passed away in Mary Jane's arms.

Morlun [illegible] Spider-Man [illegible]

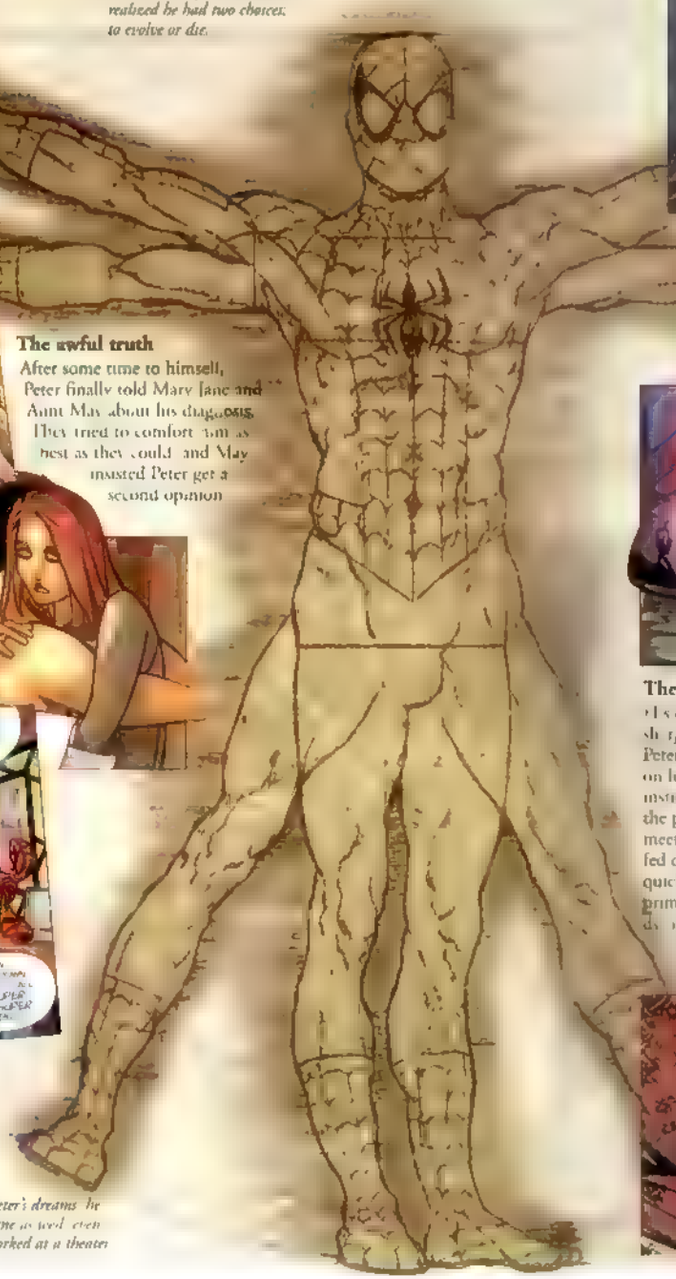


The awful truth

After some time to himself, Peter finally told Mary Jane and Aunt May about his diagnosis. They tried to comfort him as best as they could, and May insisted Peter get a second opinion.



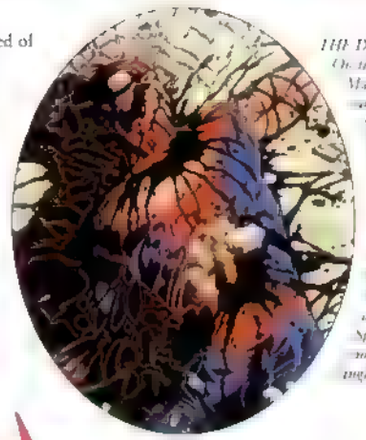
PERUVIAN SPIDER-MAN
When Spider-Man was pushed to the brink of extinction, he realized he had two choices: to evolve or die.



MORLUN'S RETURN
While Morlun haunted Peter's dreams, he kept close tabs on Mary Jane as well, even following her while she worked at a theater.

Calling in favors

When Spider-Man learned of his illness, he decided to spend his final days with his family. He began to take advantage of the various technologies that he had access to. He took Mary Jane and Aunt May on a nostalgic trip through time to see Uncle Ben one final time. He also borrowed one of Iron Man's space pods to show Mary Jane a view she wouldn't forget.



THE DEATH OF SPIDER-MAN
On the streets of New York, Spider-Man fought with all of his strength [illegible] against Morlun. [illegible] Morlun simply overpowered the already exhausted and weakened hero. [illegible] finally defeated him. [illegible] he was interrupted by the arriving police force. Morlun knew he could attack Spidey at any time, but the opportunity would take him. After all, Spider-Man [illegible] in no condition to flee. [illegible] he was [illegible] to life.

Rebirth

After returning to Avengers Tower, Mary Jane was shocked to discover that Peter's body was reduced to a lifeless husk that had split open in two as if something had hatched from inside it. Meanwhile, trapped in some sort of dream state, Peter had found his way beneath a New York City bridge, and somehow encased himself in some sort of cocoon. Peter later emerged from the cocoon a new man, reborn without the slightest trace of his former injuries.

The beast within

His eyes growing red with fury, and with sharp fangs replacing his normal wry grin, Peter Parker was mystically transformed on his deathbed into a creature of pure instinct. Somehow the prey had become the predator, as Morlun would realize meeting his untimely demise. Spider-Man fed on Morlun's energy and then as quickly as he had morphed into his primal form, he changed back to the dying Peter Parker.

SPIDER-CLAN
*After [illegible] return, Spider-Man found that [illegible] a [illegible] [illegible] [illegible]

THE IRON SPIDER

WHEN PETER Parker returned from the dead with his original costume shredded (*see pages 168–169*), Tony Stark decided to take it upon himself to create a new uniform for his New Avengers teammate. With the same sophisticated nanotechnology that he used in his Iron Man suit, Stark developed a new look for Spider-Man that contained gadgets and gizmos to aid Spidey in his war on crime.

UPGRADE

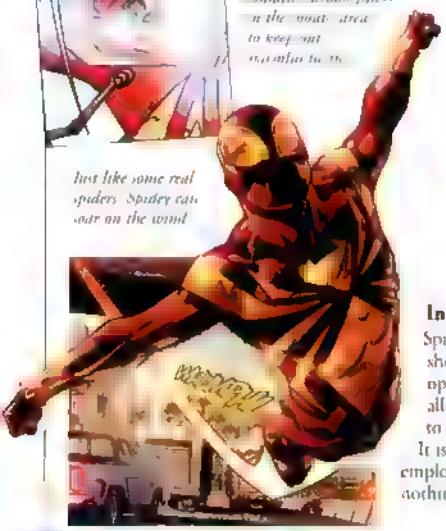
Spider-Man adapted to his new costume quite easily, using its abilities to fight criminals in ways he wouldn't have been able to before. His new costume let him switch from his civilian identity to Spider-Man in no time, remain underwater for extended periods, and stay in constant contact with the police and his New Avengers teammates (*see pages 166–167*).

ULTIMATE MODEL
Tony Stark (left) that created Spidey's new uniform for the cinematic age. Here, seated Stark is trying to turn [illegible] and remarks on a picture of his new benefactor.

While one thought Spidey's trigger was of [illegible] function.

Spidey uses the new [illegible] to help [illegible] more than before.

CAST IRON
Spider-Man's new [illegible] nanotechnology. The [illegible] of [illegible] remain [illegible] to [illegible] Peter [illegible] Spider power [illegible] to [illegible] The [illegible] heat [illegible] [illegible] in the mouth area to keep out [illegible]



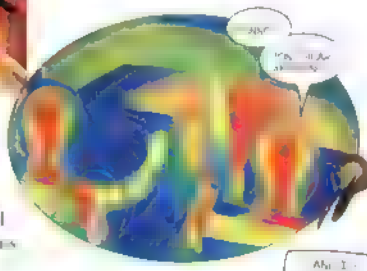
Just like some real spiders, Spidey can soar on the wind.

In flight
Spider-Man can glide for short distances at a time by opening his arms and allowing the mesh webbing to catch the air currents. It is a power he often employs when there is simply nothing around to swing off.

CAMOUFLAGE
Perhaps one of the most practical features of Spider-Man's new costume, [illegible] blend in [illegible] make minds, [illegible] Spider-Man [illegible] his opponent.

All ears

Spider-Man's headpiece was designed to amplify his regular audio make-up as well as serve as a fire, police, and emergency scanner. It also contains a short-range GPS unknown at co-mingle-over-the-system.

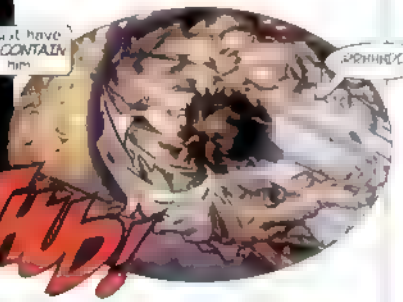


A new outlook

Spidey's new costume includes lenses that have enhanced vision capabilities, letting him see infrared and ultraviolet spectrums.

Where's waldo?

Tony Stark also developed three mechanical arms or waldoes that could extend from Spider-Man's back with nothing a single thought. The waldoes can serve as weapons, pick objects into focus, or perform and carry, setting the image of Spider's exoplates.



Quick change

Spidey's costume allows for him to keep the costume on in public and times. This ability especially helpful when Mysterio (see pages 52–53) attacked Midtown High, and Spider-Man was able to instantly spring into action.

Bulletproof

Spidey's new suit contains a highly woven Kevlar that is able to withstand small caliber bullets. Spider-Man was forced to put his new armor to the test when he was on one of his first crime outings when he impulsively put himself in harm's way to save an innocent girl's life.

UNMASKED

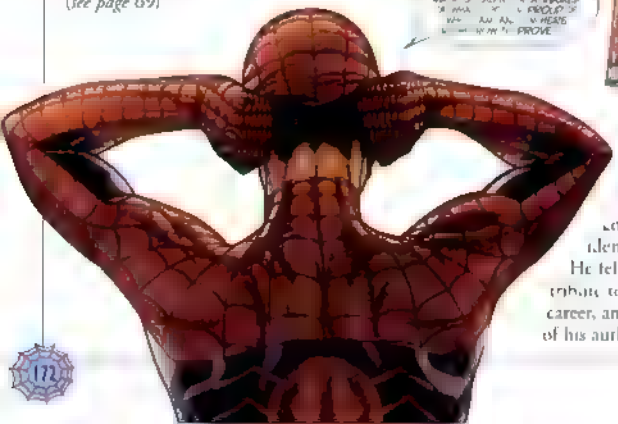
Perhaps no Super Hero in the entire Marvel Universe has guarded his identity more closely than Peter Parker. Witnessing the death and destruction that could result from the wrong people learning his secrets, Peter has protected his alter ego at all costs, not wanting to endanger his family and friends. But this changed when Iron Man called on him to support the Superhuman Registration Act, a bill that insisted that all people with superpowers disclose their identities to the US government. Spider-Man did the unthinkable and revealed his identity to the entire world.

Telling Aunt May
Peter never had a choice when it came to revealing his identity to his Aunt May. She walked in on him while he was unconscious having narrowly survived his first battle with the Super Villain Morlun (*see page 165*)

PRESS RELEASE

Attending a press conference organized by Tony Stark, Spider-Man removed his mask publicly. This bold statement encouraged all other Super Heroes to do the same, and changed the web-crawler's life forever. Spidey soon realized he was now a celebrity, and practically a spokesperson for a cause that he hadn't completely made up his own mind about.

Close call
When J. Jonah Jameson had originally seen pictures of Peter partially unmasked Parker tricked Jameson into believing that Spider-Man was in fact his own son, John (*see page 69*)



The old standard
Peter chose to wear his traditional Spider-Man costume when he made his identity known to the press. He felt that this act would pay tribute to the entirety of his career, and quench any doubts of his authenticity.

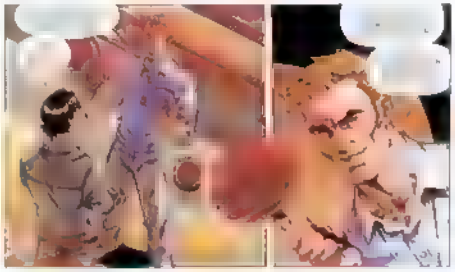
Peter Parker never lost sight of what he thinks is right

Jonah's two cents

Jonah Jameson's angry reaction to outing Spider-Man's press conference was but more severe than most. However, he was back to his old self, [illegible] writing anti-Spider-Man editorials for the *Daily Bugle*.

Serious denial

Some people refused to believe that Peter Parker was Spider-Man despite his public unmasking. One such person was Hector Salazar, [illegible] Dr. Jones's former classmate and [illegible] at Midtown High. Flash thought the whole press conference was [illegible] a plot by Jones's [illegible] to throw Spider-Man off the government's trail.



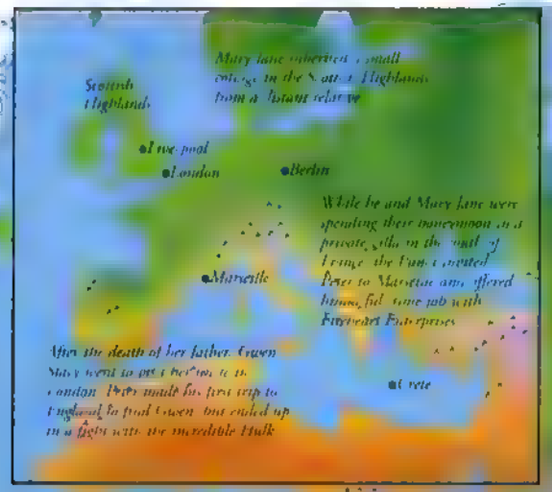
Are you being served?

Returning from his press conference, Peter was met by a stranger presenting him with a [illegible] of interest from the *Daily Bugle*. The *Bugle* was suing Peter for misrepresentation, plus punitive damages totaling no less than [illegible] dollars.

Civil War

Not all members of the Super Hero community [illegible] the same way as Peter about the Superhuman Registration Act and [illegible] was formed between former friends and allies. Heroes like Captain America and Daredevil became fugitives overnight and were forced into hiding when they refused to register their identities with the government. A civil war had begun, one that would shake the very foundations of the Marvel Universe.

SPIDER-MAN AROUND THE WORLD



Mary Jane inherited a small cottage in the Scottish Highlands from a distant relative

While he and Mary Jane were spending their honeymoon in a private villa in the south of France, the Fun Country Pizza to Marseille and offered him a full-time job with Firebeart Enterprises

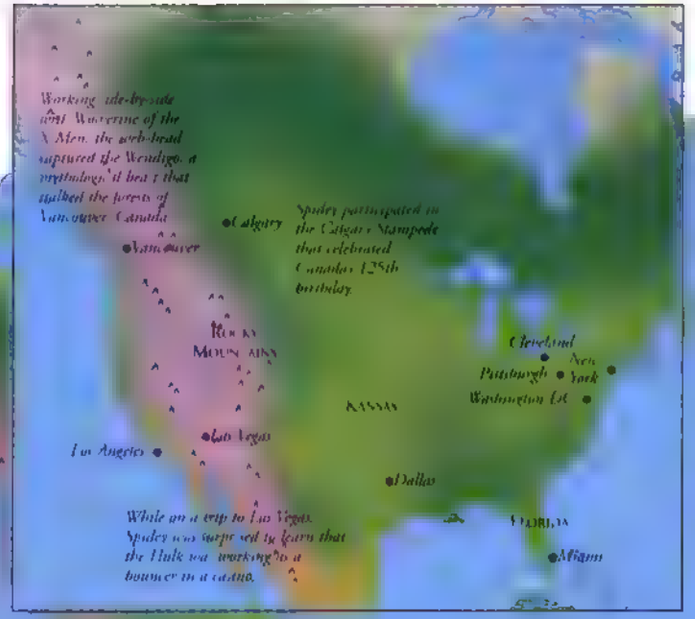
After the death of her father, Gwen Stacy went to live in London. Peter made his first trip to England to find Gwen, but ended up in a fight with the incredible Hulk

Europe
Though Spider-Man spends most of his time in the New York area, he has traveled to Europe on a few occasions. Silver Sable was born and is based in Symkaria, a small Balkan nation. She once recruited the web-slinger to help quash a rebellion in the neighboring kingdom of Latveria, the home of Doctor Doom. Peter Parker attended an international conference on cloning in the Swiss Alps, and he helped Hercules on a mission to Crete. The web-head also joined Wolverine to track down the killers of Ned Leeds, who was murdered in Berlin.

Japan
Thomas Firebeart spent many years in Japan, both as a businessman and as a student of the martial arts. When the Puma first confronted the mysterious Beyonder in New York, he was suddenly teleported to Tokyo against his will to compete with his old sensei.

Ethiopia
Learning that a band of mercenaries was running a kidnapping ring, Spider-Man joined with the Punisher to investigate their leader. The web-swinger was eventually captured and imprisoned in a detention camp located in Ethiopia. Spider escaped with the Punisher's help. They freed the hostages and turned the kidnappers over to the authorities.

OF THIS WORLD
Spider has even left the planet on rare occasion. He once aided the Avengers and the Fantastic Four, who had teamed up to prevent Galactus, a godlike being with unearthly power, from destroying all life in the universe. The wall-crawler has also journeyed to the Moon.



Working side-by-side with Wolverine of the X-Men, the web-head captured the Wendigo, a mythological beast that stalked the forests of Vancouver, Canada

Spider participated in the Calgary Stampede that celebrated Canada's 125th birthday

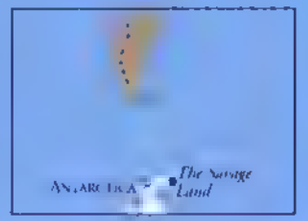
While on a trip to Las Vegas, Spider was surprised to learn that the Hulk was working as a bouncer in a casino

United States
Thanks to his job as a freelance photographer for the *Daily Bugle* and his crime-fighting chores, Peter Parker has traveled extensively around the US. He first met the Lizard in the Florida Everglades while on a business trip with J. Jonah Jameson. In Emporia, Kansas, Spider made the acquaintance of Wes Cassady, a man who had been bitten by a radioactive lab specimen and gained the proportionate leg strength and speed of a jackrabbit. When Eddie Brock was imprisoned in the Vault, a maximum security prison for superhuman criminals that was built into the Rocky Mountains, Spider-Man and Daredevil traveled to Colorado for the trial of Venom. During a visit to the state of Connecticut, the web-slinger was temporarily transformed into a Spider-Hulk. He also helped the Vision and the Scarlet Witch, two members of the Avengers, oust Doctor Doom from a base he had established in Salem, Massachusetts. While waiting in the airport in Pittsburgh, Mary Jane Watson finally agreed to marry Peter Parker.

Mexico
When a robot version of Spider-Man was discovered in the ancient temple of Tipod in Mexico, the real web-head had to form an alliance with Iron Man and the Avengers to prevent Kang, a menace from the far future, from unraveling the myriad webs of time.

The Caribbean
Venom lured Spider-Man to an island in the Caribbean for their final battle. The web-head managed to escape by convincing his enemy that he had perished in an explosion. Unfortunately, when Carnage began his first slaughter spree, Spidey was forced to return to the island, where he revealed his deception and begged Venom to help him against Cletus Kasady.

The Savage Land
Gwen Stacy and J. Jonah Jameson accompanied Peter Parker when he first trekked to this legendary land that time forgot on a photo assignment for the *Daily Bugle*. Peter was surprised to find Kraven the Hunter waiting for him.



South America
The Black Tarantula, an international criminal mastermind that some people believe is immortal, lives in a castle somewhere in the jungles of Bolivia. He first fought Spider-Man when Norman Osborn offered a five million dollar reward for the web-head's capture. Spidey later dropped in on the Tarantula's home turf and handed him his first real defeat.

GAZETTEER

COMIC-BOOK TITLES

AF — *Archive of Fantasy*
ASM — *Amazing Spider-Man*
ASMA—*Amazing Spider-Man Annual*
BC — *Black Cat*
CA — *Captain America*
HL — *Hobgoblin Lives*
MM — *Machine Man*
MS— *Marvel Spotlight*
MSHSW — *Marvel Super Heroes Secret Wars*
PP — *Peter Parker, Spider-Man*
PPSSM —*Peter Parker, The Spectacular Spider-Man*
SU — *Strange*
SSM—*The Sensational Spider-Man*
SPLC—*The Spectacular Spider-Man*
SU — *Spider-Man Unlimited*
TS — *Tales of Suspense*
WI — *What If*
WSM — *Web of Spider-Man*
XM — *X-Men*

CHARACTER	FIRST APPEARANCE
Alien symbiote (Spider-Man's living costume)	MSHSW #8
Allen, Liz (friend of Peter Parker)	AF #15
Arvad, Jackson (Will O' The Wisp)	ASM #167
Avril, Sally (high-school friend of Peter Parker)	AF #15
Baker, William (Sandman)	ASM #4
Bannon, Lance photographer at *Daily Bugle*)	ASM #208
Barrison, Francis Louise (Shriek)	SU #1
Beck, Quentin (Mysterio)	ASM #13
Beech, Morris (Hydro-Man)	ASM #212
Black Cat (Felicia Hardy)	ASM #194
Black Marvel (Dan Evans)	SU #1
Boone one of Travellers Host)	WSM #117
Bourne, James (Solo)	WSM #19
Bowen, Tandy (Dagger)	PPSSM #64
Brant, Betty girlfriend of Peter Parker	ASM #4
Brock, Eddie (Venom)	ASM #299
Brown, Hobie (Prowler)	ASM #78
Cardiac (Dr. Elias Wortham)	ASM #344
Carnage (Cletus Kasady)	ASM #360
Carpenter, Julia (Spider-Woman #2)	MSHSW #7
Castiglione, Frank (aka Frank Castle) Punisher	ASM #129
Castle, Frank (Punisher)	ASM #129
Chakra (one of Traveller's Host)	WSM #117
Chameleon (Dmitri Smerdyakov)	ASM #1
Chance (Nicholas Powell)	WSM #15
Chang, Philip (college friend of Peter Parker)	ASM #184
Cloak (Tyrone Johnson)	PPSSM #64
Connors, Billy (son of Dr. Curt Connors)	ASM #6
Connors, Dr. Curt (Lizard)	ASM #6
Connors, Martha wife of Dr. Curt Connors	ASM #6
Dagger (Tandy Bowen)	PPSSM #64
Dillon, Max (Electro)	ASM #9
Dr. Octopus (Otto Octavius)	ASM #3
Drago, Blackie (Vulture #2)	ASM #48
Drew, Jessica (Spider-Woman)	MS #32
Dusk (aka Spider-Man)	PP #91
Dusk #2 (Cassie St. Commeau)	SU #11
Electro (Max Dillon)	ASM #9
Ezekiel (Ezekiel Sims)	ASM vol. 2 #30
Fireheart, Thomas (Firebrand)	ASM #256
Fisk, Richard (son of Kingpin)	ASM #83
Fisk, Vanessa (wife of Kingpin)	ASM #70
Fisk, Wilson (Kingpin)	ASM #50
Franklin, Mattie (Spider-Woman #3)	ASM #141
Gallo, Johnny (Ricochet #2)	SU #0
Gargan, Mac (Scorpion)	ASM #19
Gilmore, Richie (Prodigy #2)	SU #0
Green Goblin (Norman Osborn)	ASM #14
Green Goblin #2 (Harry Osborn)	ASM #31
Grizzly (Mark Markham)	ASM #139
Hardy, Felicia (Black Cat)	ASM #194
Hardy, Walter (father of Black Cat)	ASM #195
Hammerhead (real name unknown)	ASM #113
Harrow, Dr. Jonas (underworld surgeon)	ASM #113
Hobgoblin (Roderick Kingsley)	ASM #238
Hopkins, Steve college friend of Peter Parker)	PPSSM #36
Hornet (aka Spider-Man)	SSM #27
Hornet #2 (Eddie McDonough)	SU #0
Host agents of Judas Traveller)	WSM #117
Hydro-Man (Morris Beech)	ASM #212
Ionello, Jason high-school friend of Peter Parker)	AF #15
Iron Man (Tony Stark)	TS #39
Jackal (Professor Miles Warren)	ASM #129
Jack O'Lantern (Jason Macendale)	MM #19
Jameson, J. Jonah (publisher of *Daily Bugle*)	ASM #1
Jameson, John (son of J. Jonah Jameson)	ASM #1
Johnson, Tyrone (Cloak)	PPSSM #64
Juggernaut (Cain Marko)	XM #12
Kafka, Dr. Ashley (director of Ravencroft)	PPSSM #178
Kaine (first clone of Peter Parker)	WSM #119
Kane, Marcy (college friend of Peter Parker)	PPSSM #32
Kasady, Cletus (Carnage)	ASM #344
Kingpin (Wilson Fisk)	ASM #50
Kingsley, Daniel identical twin of Roderick	HL #1
Kingsley, Roderick (Hobgoblin)	PPSSM #33
Kraven the Hunter (Sergei Kravinov)	ASM #15
Kraven #2 (Alyosha Kravinov)	SPEC #233

Kravinov, Alyosha
(Kraven #2) SPEC #243
Kravinov, Sergei
(Kraven the Hunter) ASM #15
Leeds, Betty
(aka Betty Brant) ASM #4
Leeds, Ned
(reporter at *Daily Bugle*) ASM #18
Lincoln, Lonnie Thompson
(Tombstone) WSM #36
Lizard
(Dr. Curt Connors) ASM #6
Loop
(friend of Black Cat) BC #2
Lyons, Dan
(Black Marvel) SLI #1
Macendale, Jason
(Jack O'Lantern) MM #19
Madam Web
(Cassandra Webb) ASM #210
Manfredi, Silvio
(Silvermane) ASM #74
Man-Wolf
(John Jameson) ASM #124
Markham, Mark
(Grizzly) ASM #139
Marko, Cain
(Juggernaut) XM #12
Marko, Flint
(Sandman) ASM #4
Marshall, Simon
(creator of Cloak and Dagger) PPSSM #64
Martin, Chip
(college friend of Peter Parker) PPSSM #36
McDonough, Eddie
(Hornet #2) SLI #0
McKeever, Tiny
(high-school friend of Peter Parker) AF #15
Molten Man
(Mark Raxton) ASM #28
Morbius the vampire
(Dr. Michael Morbius) ASM #101
Morbius, Dr. Michael
(Morbius the vampire) ASM #101
Morlun
(totemistic predator) ASM vol. 2 #30
Mysterio
(Quentin Beck) ASM #13
Nacht, Mister
(one of Travellers Host) WSM #117
Octavius, Mary Lavinia
(mother of Dr. Octopus) SU #3
Octavius, Otto
(Dr. Octopus) ASM #3
Octavius, Torbert
(father of Dr. Octopus) SU #3
O'Hara, Miguel
(Spider-Man 2099) ASM #365
Osborn, Harry
(Green Goblin #2) ASM #31
Osborn, Liz
(aka Liz Allen) AF #15
Osborn, Norman
(Green Goblin) ASM #23
Parker, Ben
(uncle of Peter Parker) AF #15
Parker, Mary
(mother of Peter Parker) ASMA #5
Parker, Mary Jane
(wife of Peter Parker) ASM #25
Parker, May
(aunt of Peter Parker) AF #15
Parker, May "Mayday"
(daughter of Peter Parker) WF #105
Parker, Peter
(Spider-Man) AF #15
Parker, Richard
(father of Peter Parker) ASMA #5
Powell, Nicholas
(Chance) WSM #15
Prodigy
(aka Spider-Man) SPEC #256
Prodigy #2
(Richie Gilmore) SLI #1
Prowler
(Hobie Brown) ASM #78
Puma
(Thomas Erskeart) ASM #256
Punisher
(Frank Castle) ASM #129
Raxton, Mark
(Molten Man) ASM #28
Red Skull
(ordered death of Peters parents) CA #1
Reilly, Ben
(clone of Peter Parker) WSM #115
Rhino
(real name unknown) ASM #41
Ricochet
(aka Spider-Man) ASM #434
Ricochet #2
(Johnny Gallo) SLI #0
Robertson, Joe
(editor of *Daily Bugle*) ASM #51
Robot Master
(Professor Mendel Stromm) ASM #37
Rose, The
(Richard Fisk) ASM #253
St. Commons, Cassie
(Dusk #2) SLI #0
Sandman
(William Baker a.k.a. Flint Marko) ASM #4
Scarlet Spider
(Ben Reilly) WSM #118
Schemer
(Richard Fisk) ASM #83
Scorpion
(Mac Gargan) ASM #20
Scrier
(agents of Norman Osborn) WSM #117
Shriek
(Francis Louise Barrison) SU #1
Silvermane
(Silvio Manfredi) ASM #74
Silver Sable
(Silver Sublimovia) AMS #265
Sims, Ezekiel
(Ezekiel) ASM vol. 2 #30
Sloan, Dr. Morris
(college teacher of Peter Parker) PPSSM #32
Smerdyakov, Dmitri
(Chameleon) ASM #1
Smythe, Alistair
(son of Spencer Smythe) ASMA #19
Smythe, Professor Spencer
(creator of Spider-Slayers) ASM #25
Solo
(James Bourne) WSM #19
Spider-Girl
(Mayday Parker) WF #105
Spider-Man
(Peter Parker) AF #15
Spider-Man 2099
(Miguel O'Hara) ASM #365
Spider-Slayers
(killer robots) ASM #25
Spider-Woman
(Jessica Drew) MS #32
Spider-Woman #2
(Julia Carpenter) MSHSW #7
Spider-Woman #3
(Marrie Frankl n) ASM Vol. 2 #5
Stacy, Arthur
(uncle of Gwen Stacy) ASM #93
Stacy, Capt. George
(father of Gwen Stacy) ASM #56
Stacy, Gwen
(girlfriend of Peter Parker) ASM #31
Stark, Tony
(Iron Man) TS #39
Stillwell, Dr. Farley
(creator of Scorpion) ASM #20
Stromm, Professor Mendel
(Robot Master) ASM #37
Sublimovia, Silver
(Silver Sable) ASM #265
Thompson, Flash
(friend of Peter Parker) AF #15
Tombstone
(Lonnie Thompson Lincoln) WSM #36
Toomes, Adrian
(Vulture) ASM #2
Traveller, Judas
(leader of the Host) WSM #117
Tri-Sentinel
(killer robot) ASM #329
Venom
(Eddie Brock) ASM #299
Vermin
(Edward Whelan) CA #272
Vulture
(Adrian Toomes) ASM #2
Vulture #2
(Blackie Drago) ASM #48
Warren, Professor Miles
(Jackal) ASM #31
Watson, Anna
(friend of May Parker) ASM #25
Watson, Gayle
(sister of Mary Jane) ASM #259
Watson, Madeline
(mother of Mary Jane) ASM #259
Watson, Mary Jane
(aka Mary Jane Parker) ASM #25
Watson, Philip
(father of Mary Jane) ASM #259
Webb, Cassandra
(Madam Web) ASM #210
Whelan, Edward
(Vermin) CA #272
Whitman, Debra
(girlfriend of Peter Parker) PPSSM #36
Will O' The Wisp
(Jackson Arvad) ASM #167
Wirtham, Dr. Elias
(Cardiac) ASM #344

AFTERWORD

WHEN I was first offered this assignment, I thought it would be fun. It gave me a justifiable excuse to pull out my old comics and spend some quality time with my good friend Pete Parker.

Another friend of mine, Peter Sanderson—author of similar books such as *Ultimate X-Men* and *Marvel Universe*—warned me that a project like this was always a lot harder than it looked.

Seems we were both right.

Let's talk about the fun part first. I've known Pete Parker for the majority of my life, and I really like the guy. He struggles, equivocates, whines, screws up, and knows heartache—just like a real person! Unlike most real people, though, you can always count on him to do the right thing simply because it *is* the right thing.

I might have wanted to be Superman, the Phantom, or John Carter of Mars when I grew up, but I've always had a lot more in common with Pete. I can identify with his money problems, his constant struggle for acceptance, and his desperate attempts to juggle personal happiness with duty and responsibility.

Pete has always been a major source of inspiration for me. Whenever I confront a seemingly overwhelming obstacle, I picture him buried under that mountain of rubble in the Master Planner's hideout, striving to free himself as the water rises around him. I recall his sense of humor in the face of adversity, his humility in the aftermath of victory. And I try to keep an eye out for future problems that may be running past me in the hall.

As for the hard work part, rereading old comics can be a real delight, but paging through 15 or 20 books in a desperate (and often futile) search for a single arcane fact or a specific image gets rather old after the first few hours. (Especially when you're a writer like me who is usually paid to make things up!)

And now, some recognition is in order…

While I truly enjoyed the trip down memory lane, I never would have completed this book without a little help from my friends. The original comics may have provided the basis of my actual source material, but I also relied rather heavily on the work of people like Mark Gruenwald, Peter Sanderson, Elliot Brown, Mark Bernardo, Bob Budiansky, Tom Brevoort, Eric Fein, and all the others who contributed to *The Official Handbook Of The Marvel Universe* (all three editions) and *Spider-Man Unmasked*. George Olshevsky's *The Official Marvel Index To The Amazing Spider-Man* and Roger Stern's *Spider-Man: The Secret Story Of Marvel's World-Famous Wall Crawler* also came in very handy.

Peter Parker wouldn't exist without the creative genius of Stan Lee and Steve Ditko. Nor could Spider-Man have retained his popularity without the contributions of the talented writers and artists who followed, people like John Romita, Sr., Gil Kane, Ross Andru, Roy Thomas, Gerry Conway, Len Wein, Roger Stern, Bill Mantlo, Al Milgrom, David Michelinie, Todd McFarlane, and so many others.

I am also deeply indebted to all those who collaborated with me on my own spider-work, most especially Ron Frenz, Pat Olliffe, Sal Buscema, Mark Bagley, Ron Lim, Al Williamson, Marc DeMatteis, Todd DeZago, Danny Fingeroth, Ralph Macchio, and all the rest.

I owe Ben Abernathy for conning me into signing on for this project, and will forever be grateful to my editor, Jon Richards, for his guidance and patience.

I would also like to express my gratitude to you, my reader, for being a spider-fan just like me.

Thanks for being there!

Tom D.

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